

ULTIMATE

SPIDER-MAN[®]

ISSUE

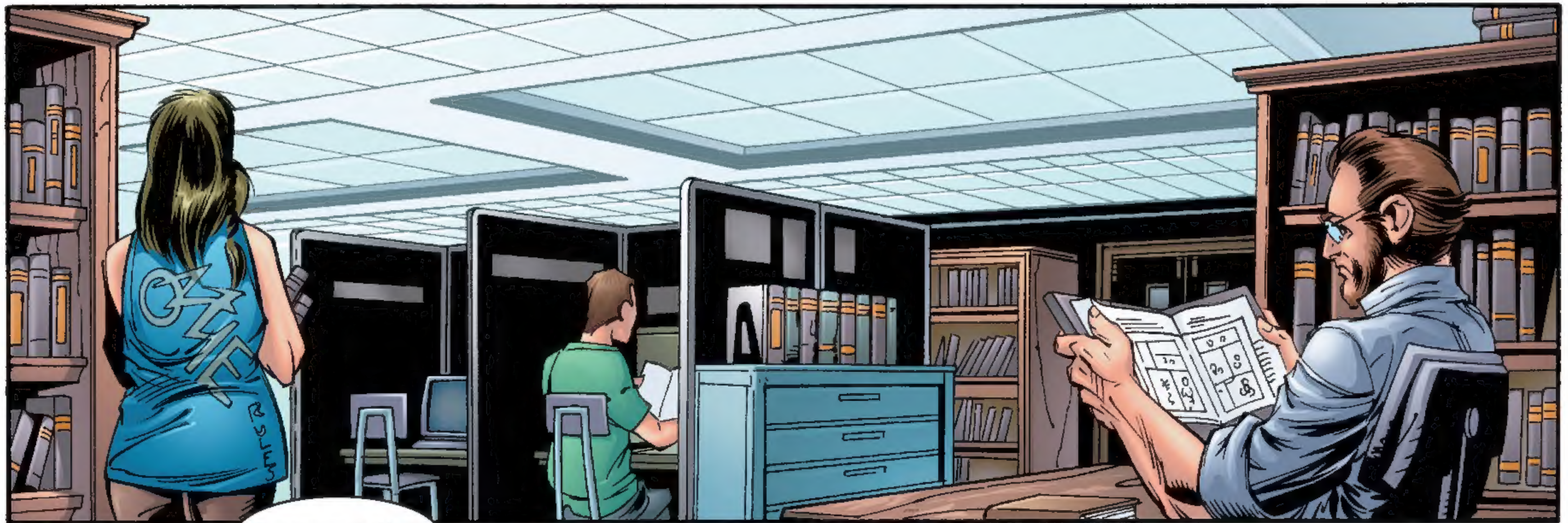
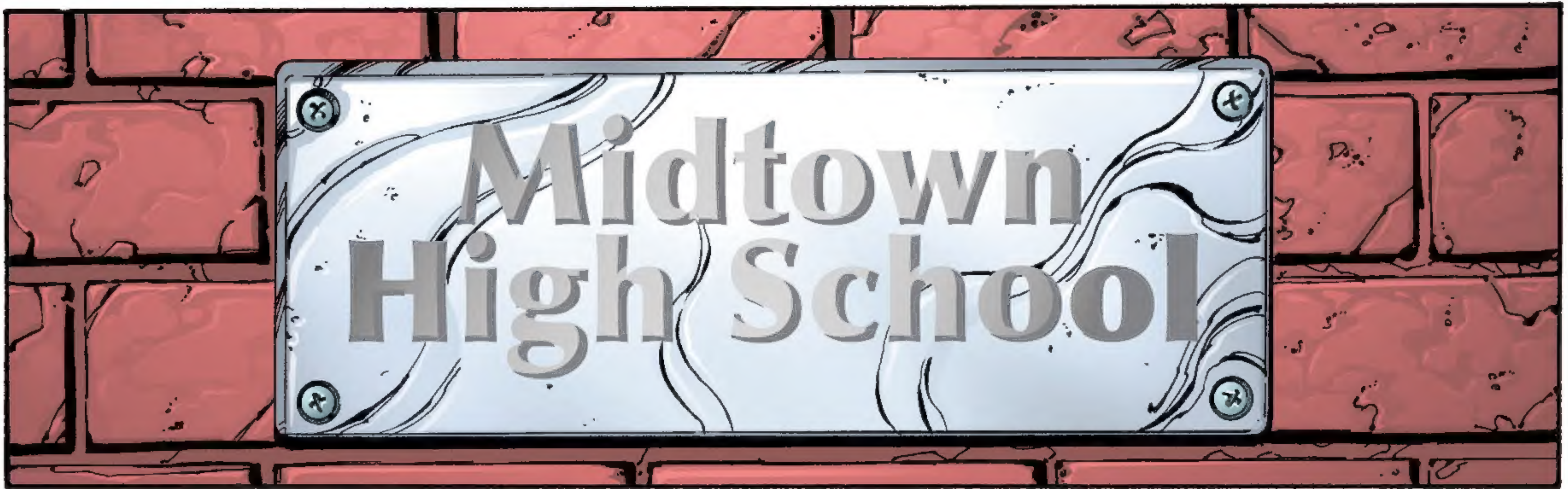
28

SIDETRACKED



**BENDIS
BAGLEY
THIBERT**

MARVEL[®]



This is the story as we know it right now--

A half hour ago, this large monstrosity you see-- a man calling himself only the Rhino--

--literally charged head first into Chase Manhattan Bank at Lexington and 55th.

We have conflicting reports at this time, but one report states that this Rhino person cracked the bank vault in half, presumably in an attempt to rob the institution.

The police arrived on the scene and have been at the standoff you see before you.

What you are seeing now is live footage-- oh, my God! Did you see that? The Rhino--

Oh, my!

This Rhino character is-- is literally head-butting parked cars at the police!

He is using his head-- his own head-- as a battering ram with enough-- oh!!!

Oh! Step back!!

With enough force to actually toss entire cars at the police. Bullets seem to be having no effect.

These are live images you are seeing right now. We are live and this is a Fox Channel exclusive.

The first look at this tremendous chaos as it unfolds, uh, right now.

We will attempt to get in tighter to see if we can get a statement from one of the officers on the scene.

This is going on now?

This is going on now.

Wow.

I know.



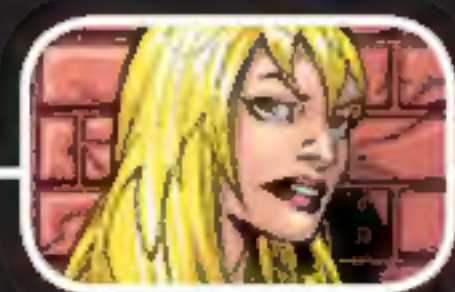
Peter Parker



Aunt May



Mary Jane Watson



Gwen Stacy



Flash Thompson

The bite of an irradiated spider granted high-school student Peter Parker incredible, arachnid-like powers. Strength, agility, a spider-like sixth sense warning him of personal danger. And most amazing of all-- Peter can walk on walls.

When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He had learned an invaluable lesson: With great power, there must also come great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as web designer of the tabloid the Daily Bugle, his relationship with the only person who knows his secrets-- the beautiful Mary Jane Watson, and swing time as the misunderstood web-slinging Spider-Man.



S t a n l e e p r e s e n t s :

ULTIMATE SPIDER-MAN

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editor

Joe Quesada
editor in chief

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president & inspiration



Well, go get him.

Cover for me-- I'm going to miss fourth period.



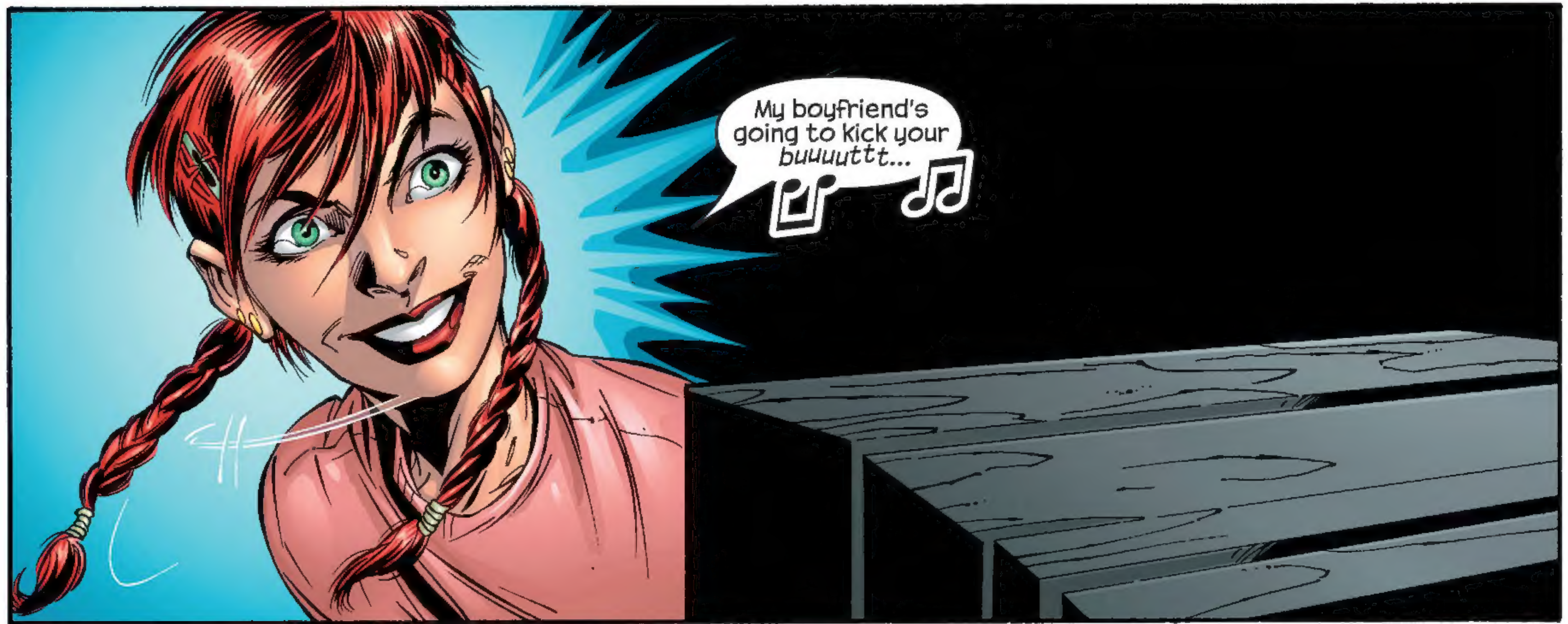
It's French-- who cares?

The French.

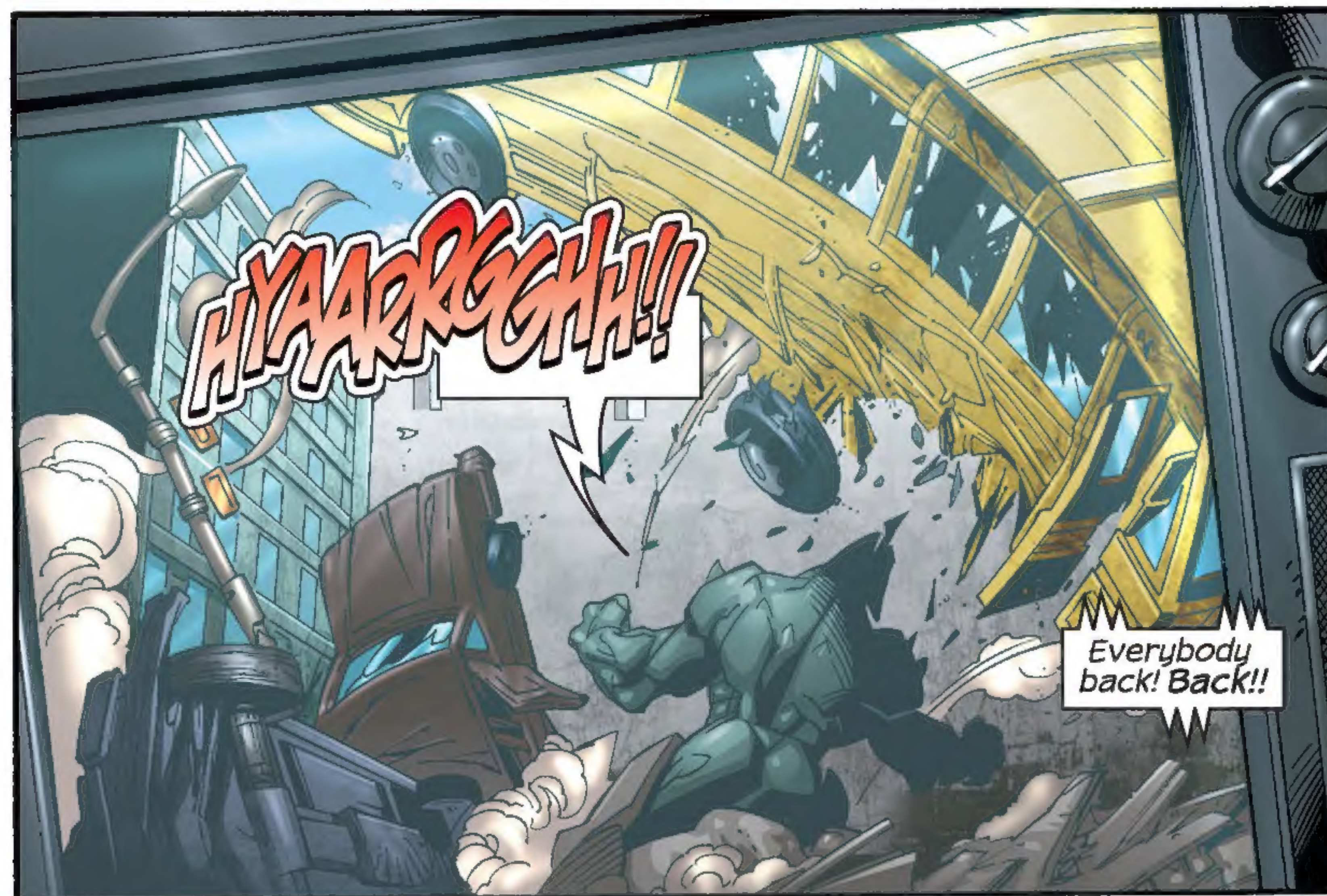


No kiss?

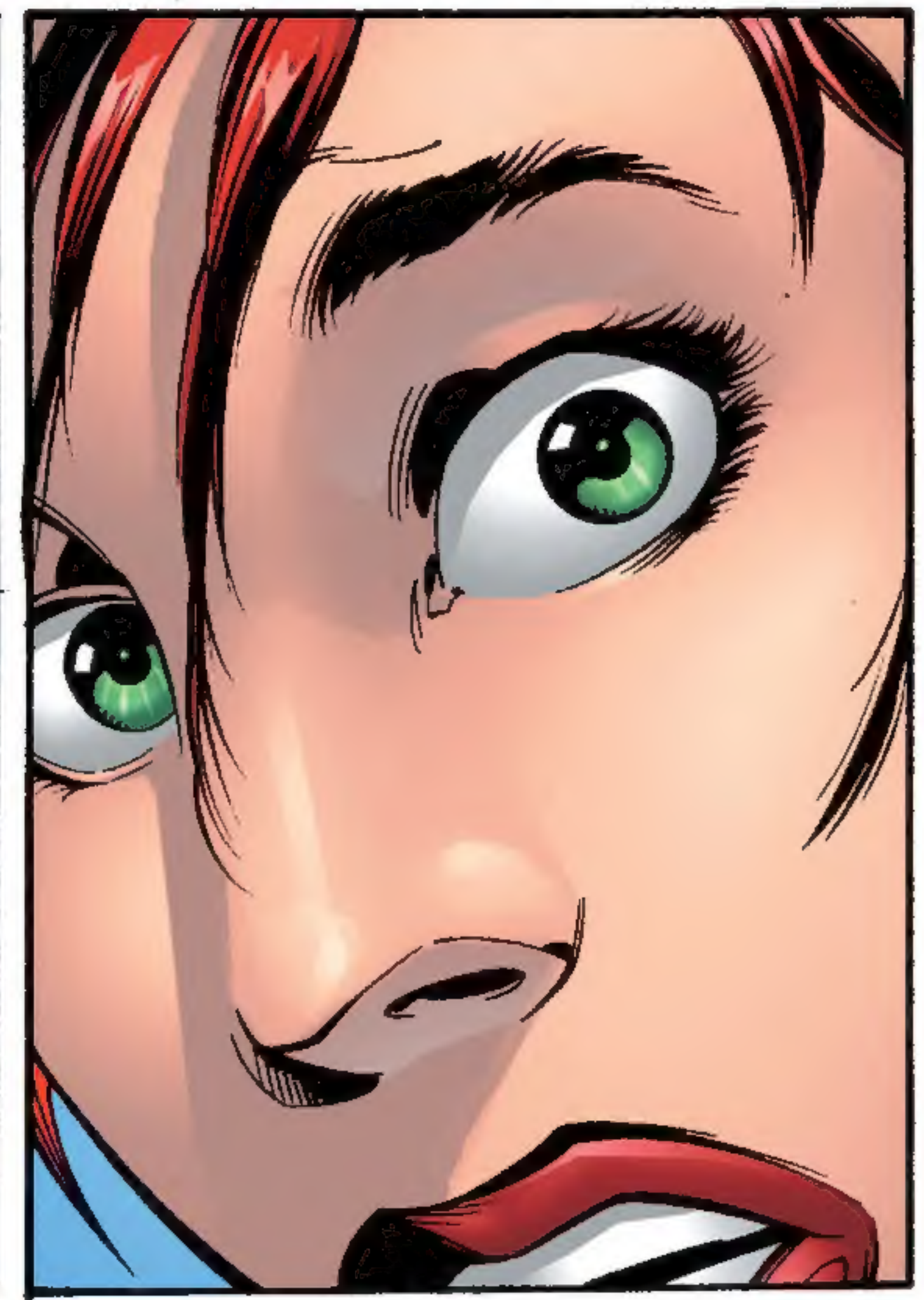
No time.

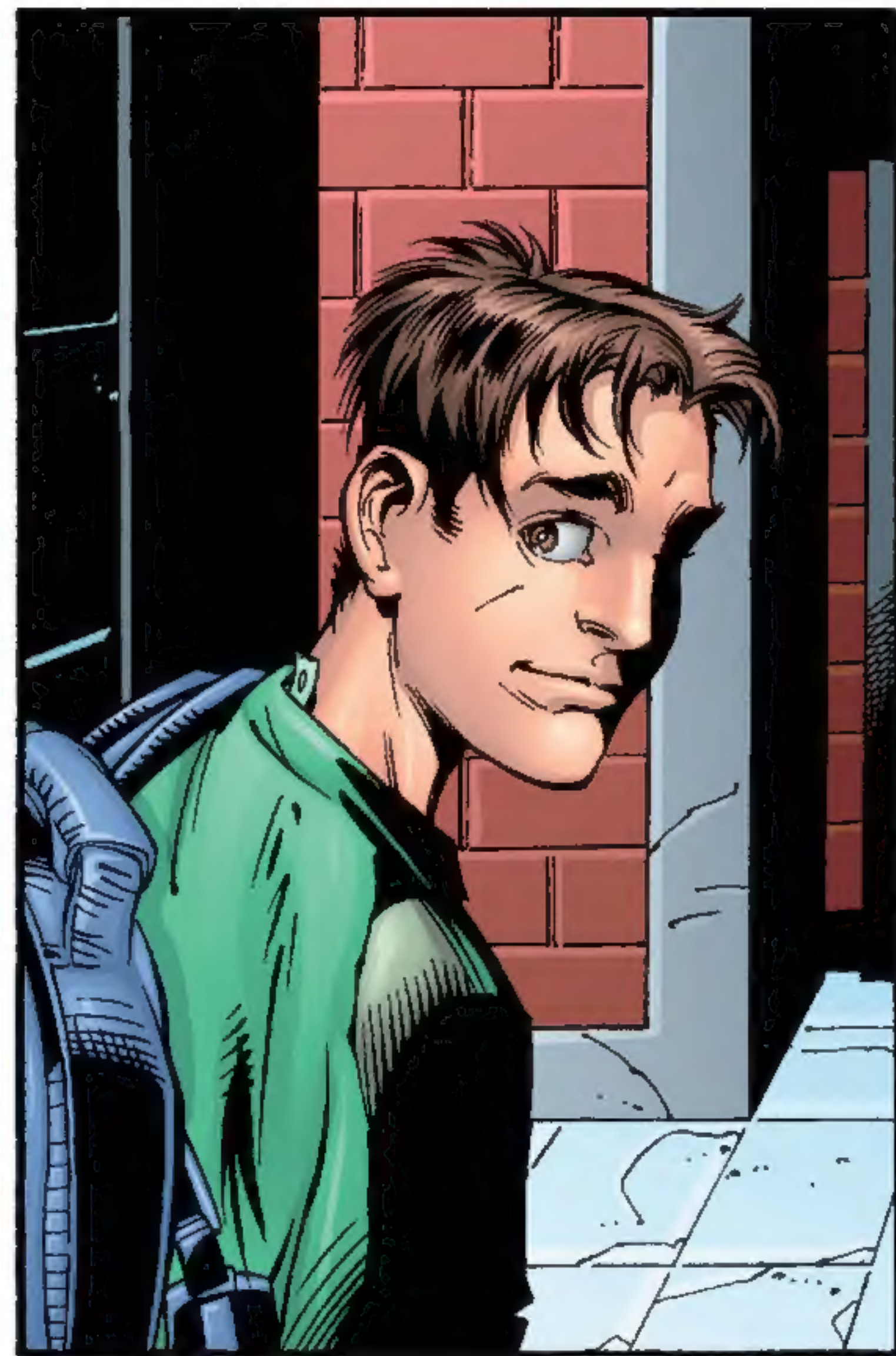
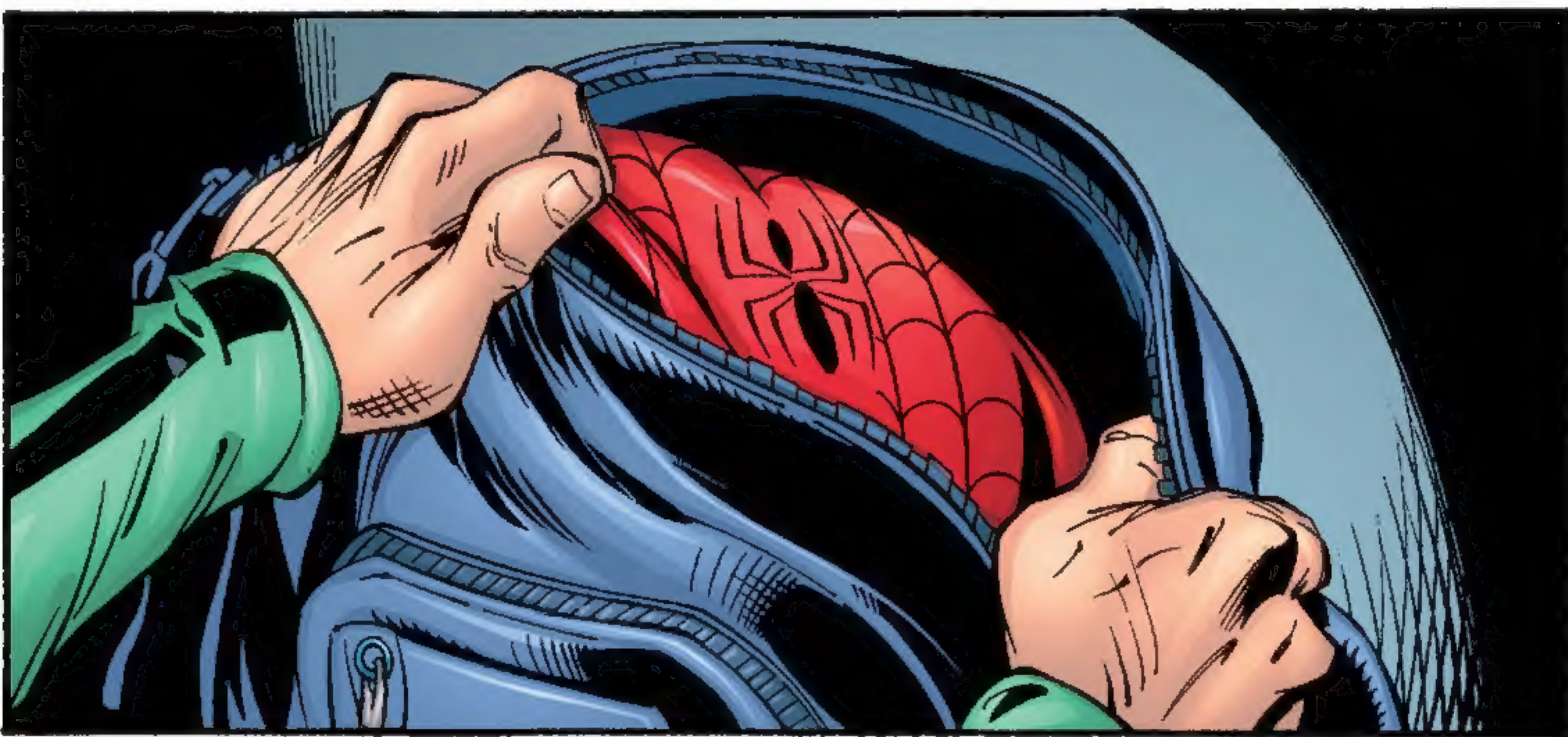
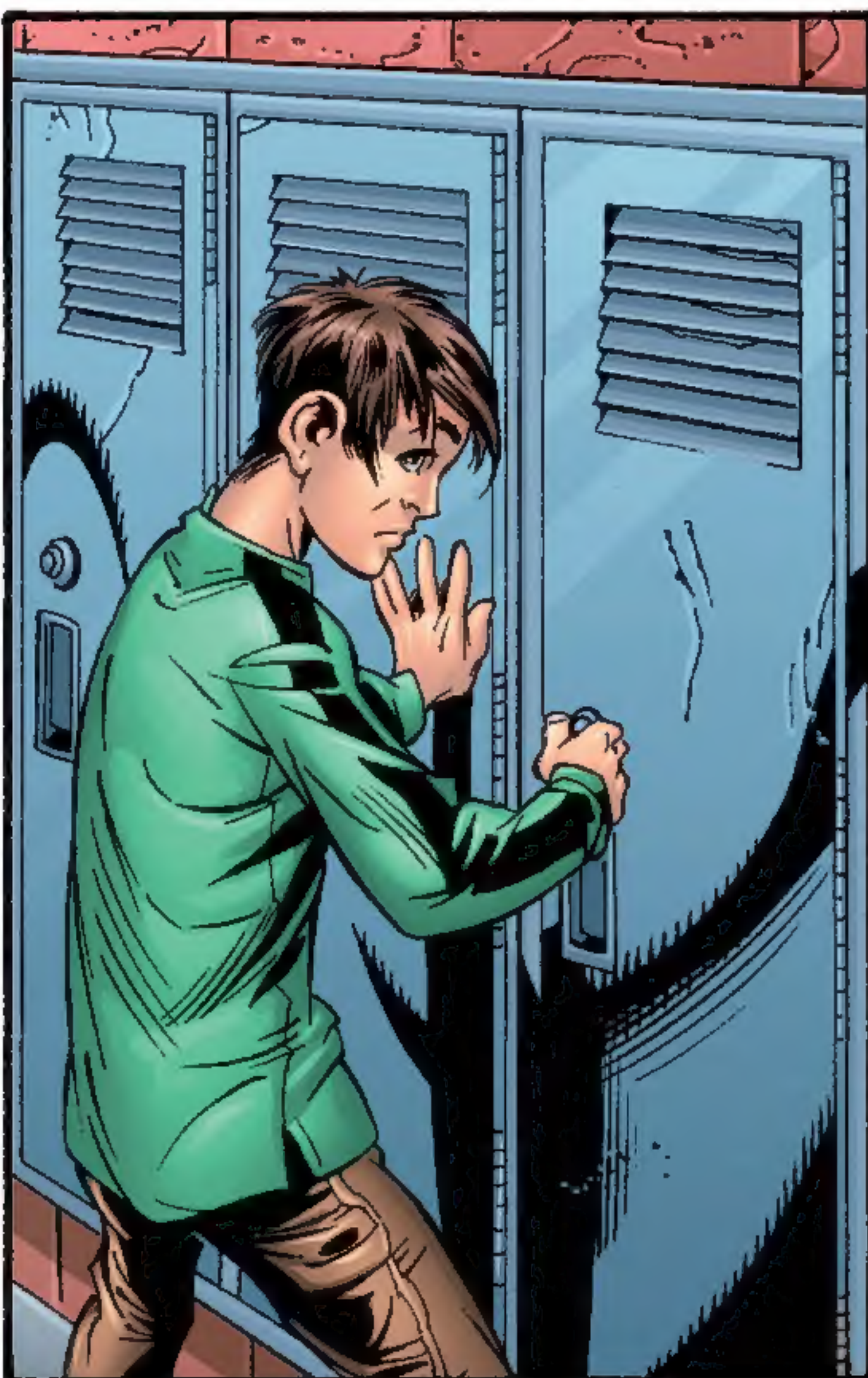


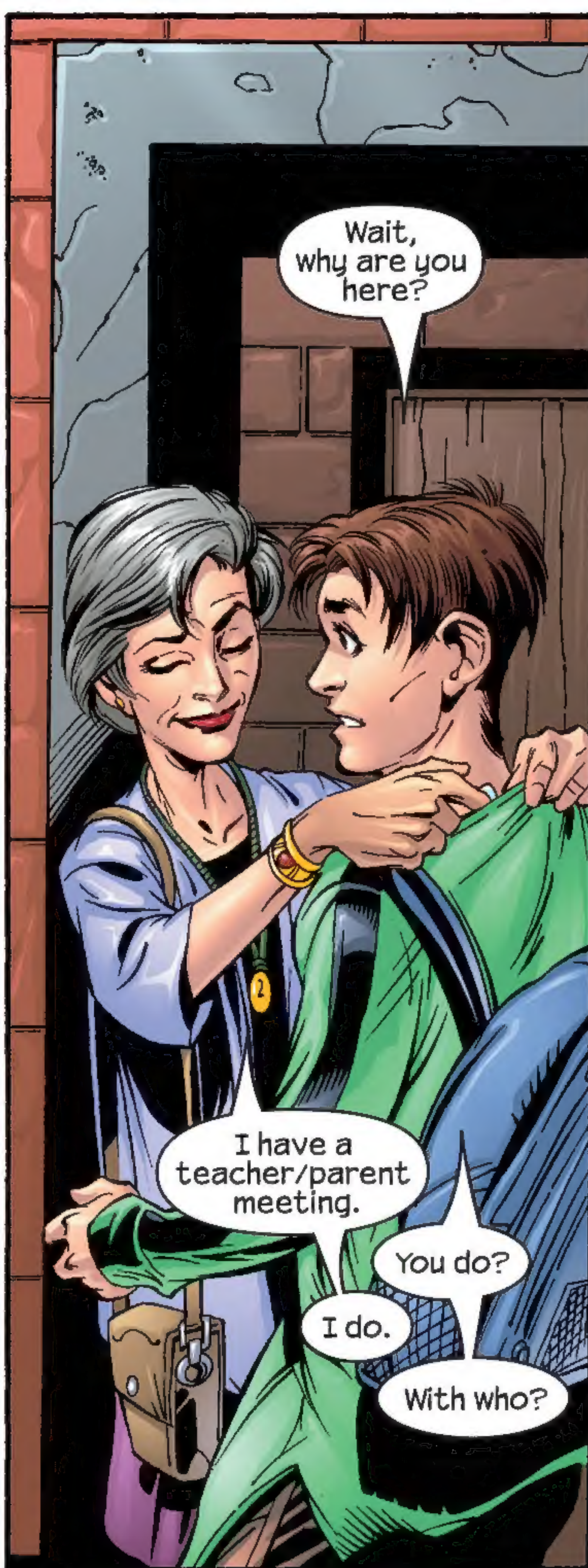
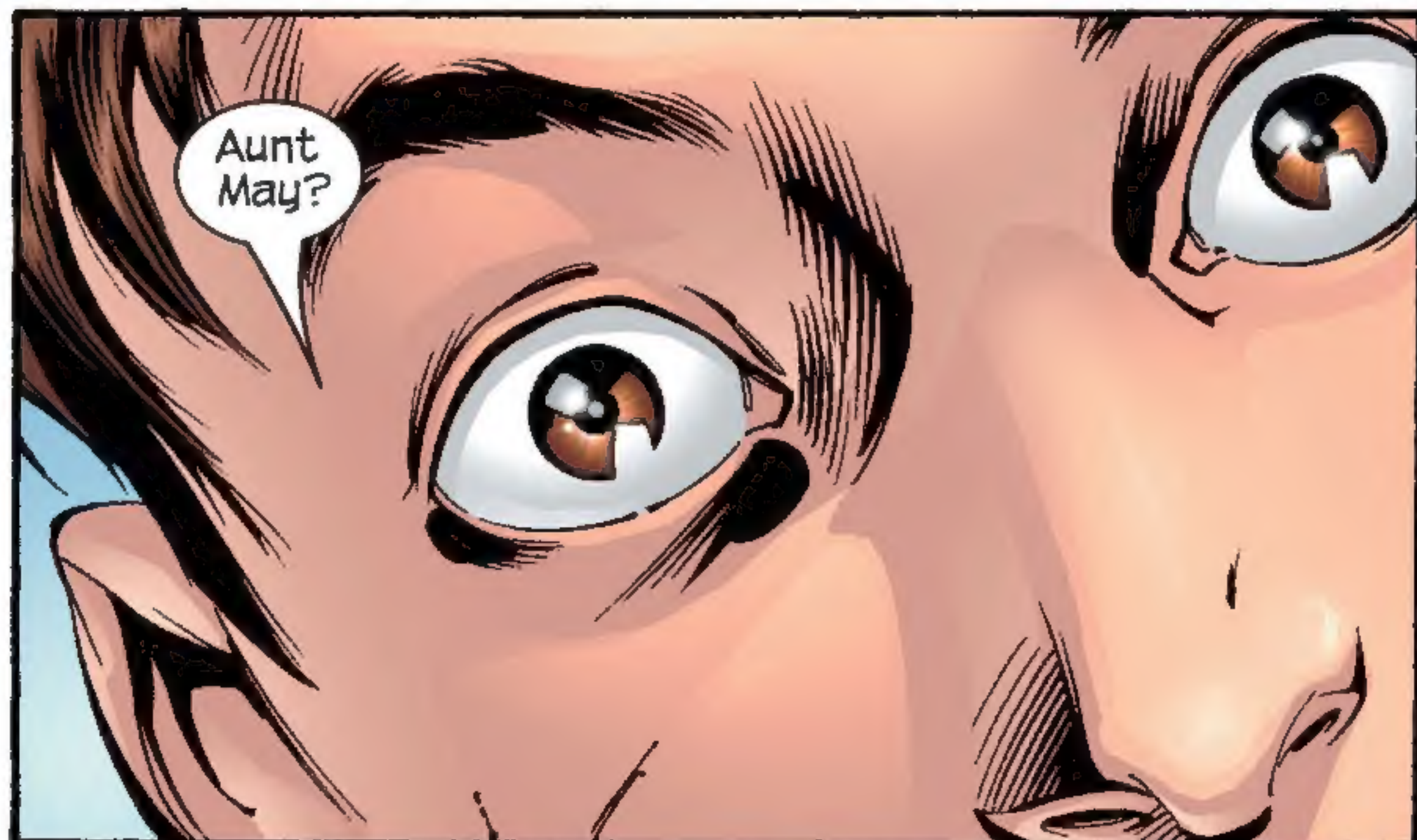
My boyfriend's going to kick your buuuutt... 



Everybody back! Back!!







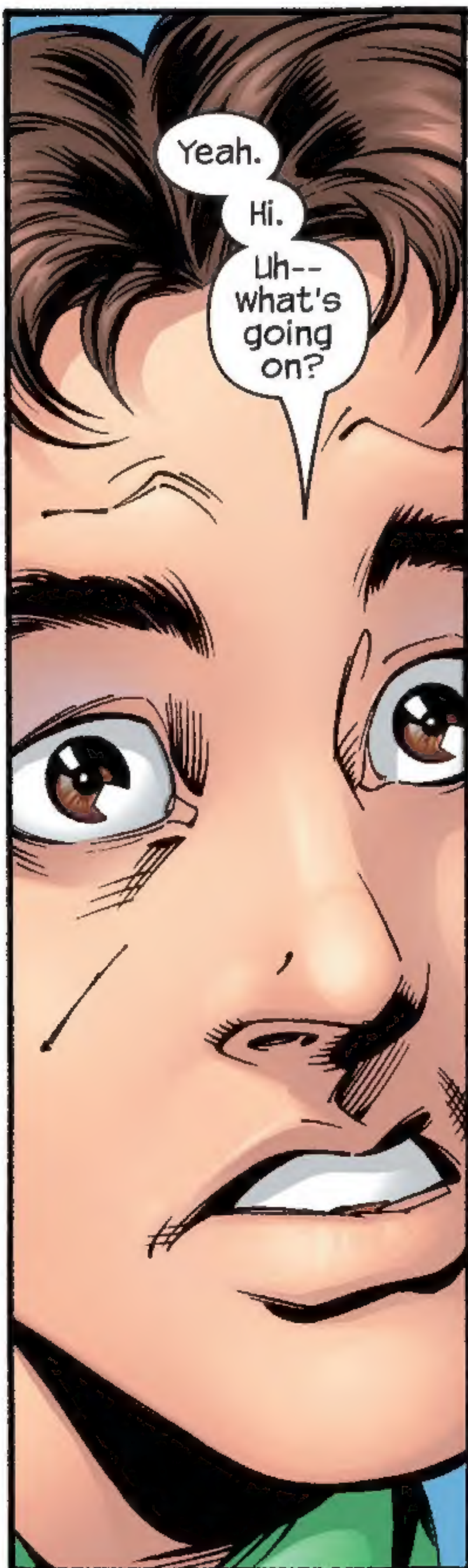


May Parker?

I am she.

And you must be Mr. Depalma, Peter's math teacher?

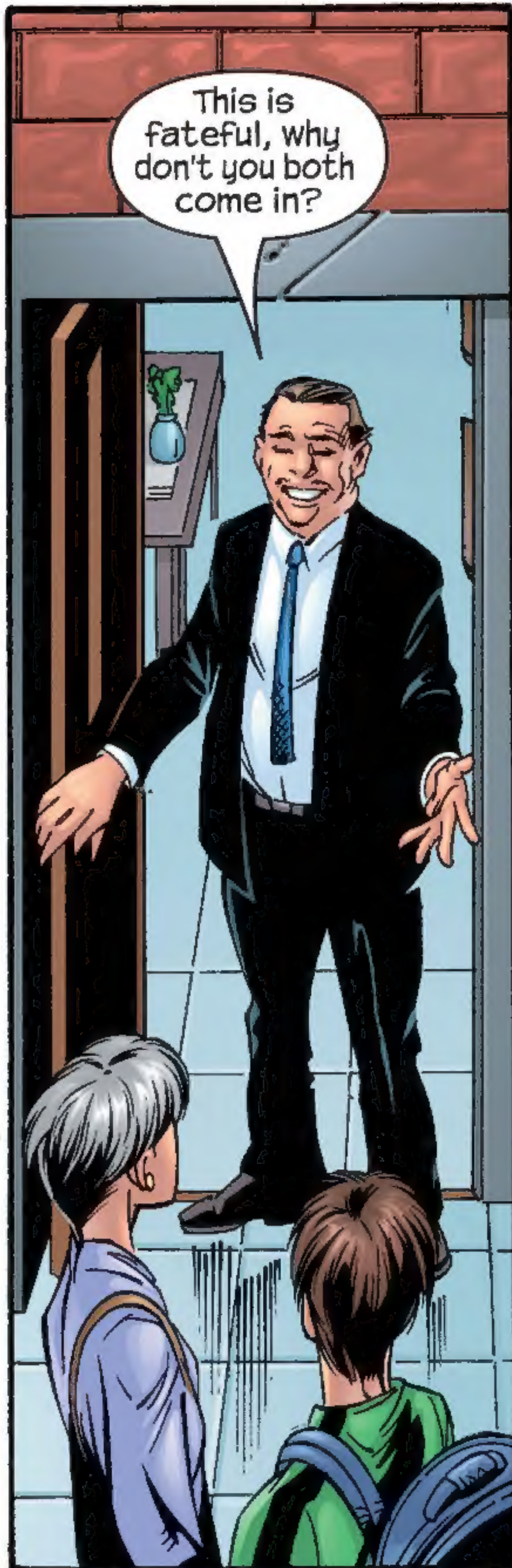
Oh, hello, Peter.



Yeah.

Hi.

Uh-- what's going on?



This is fateful, why don't you both come in?

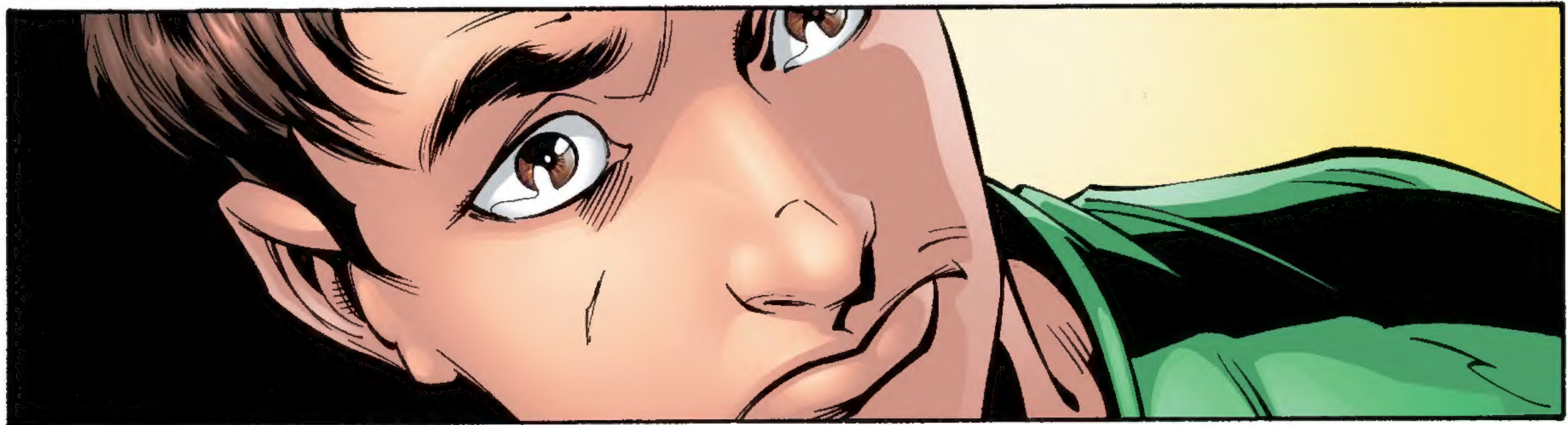


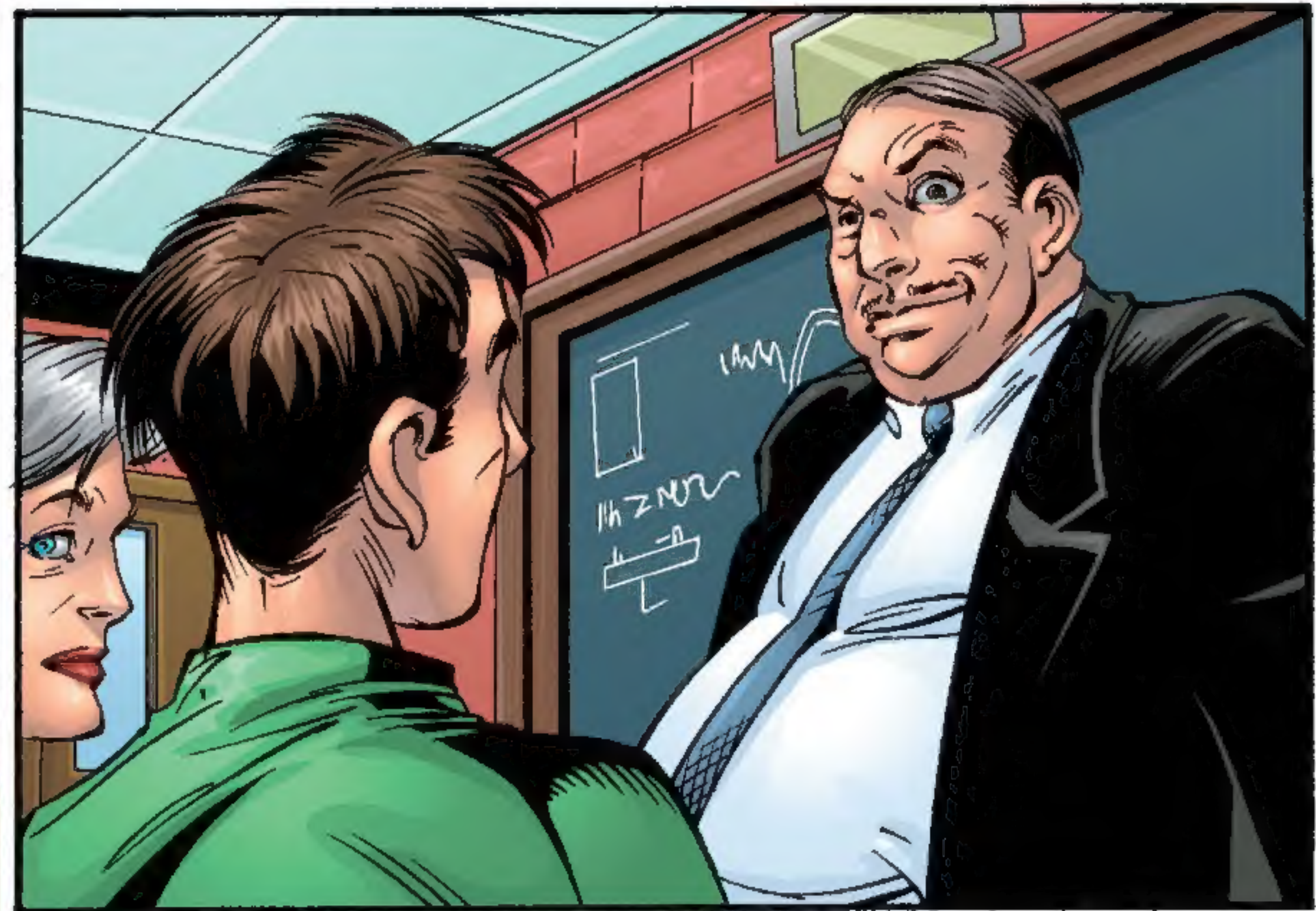
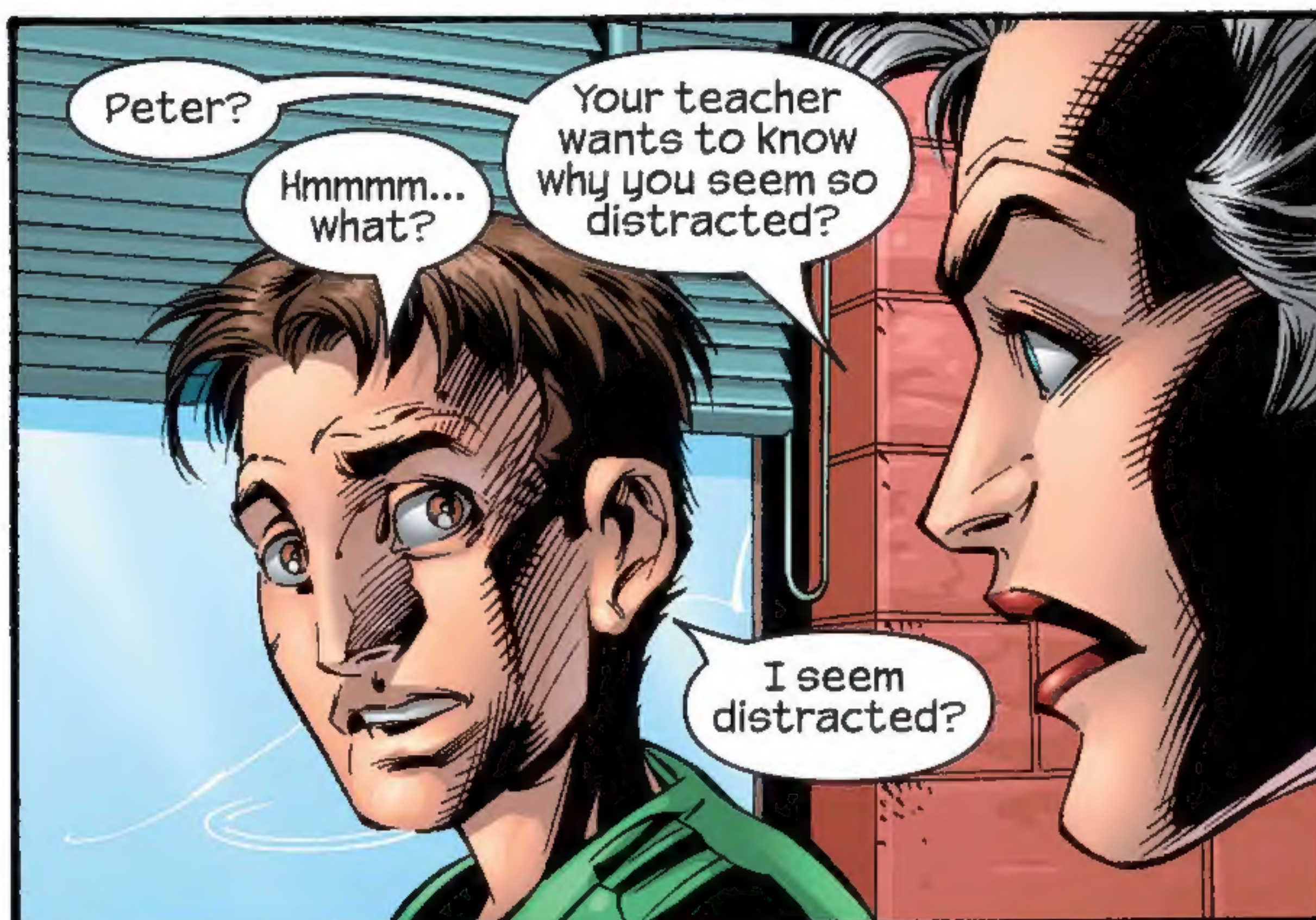
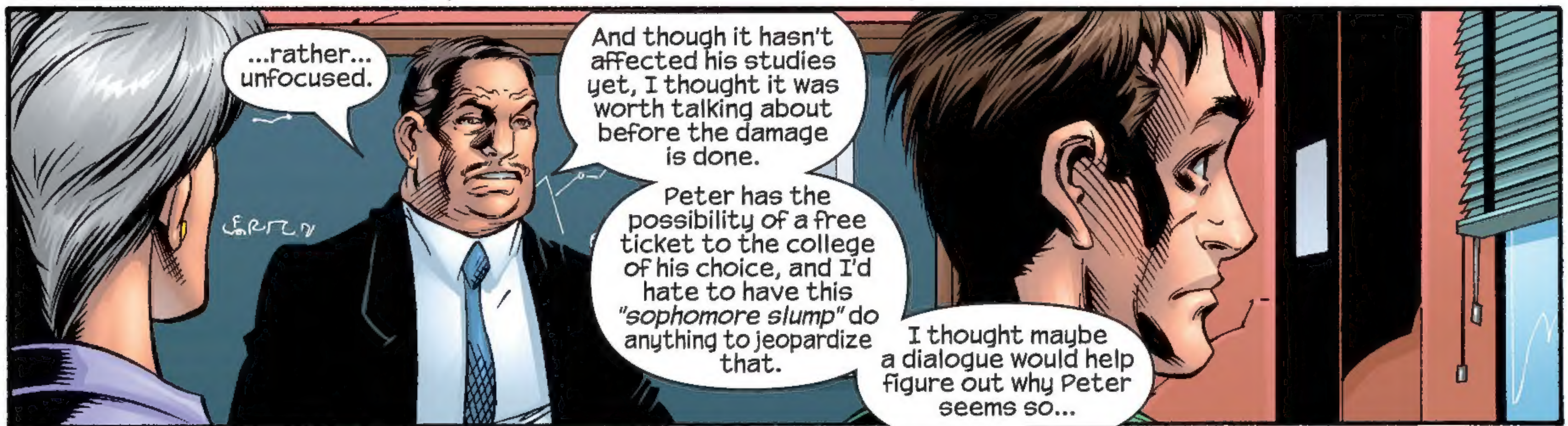
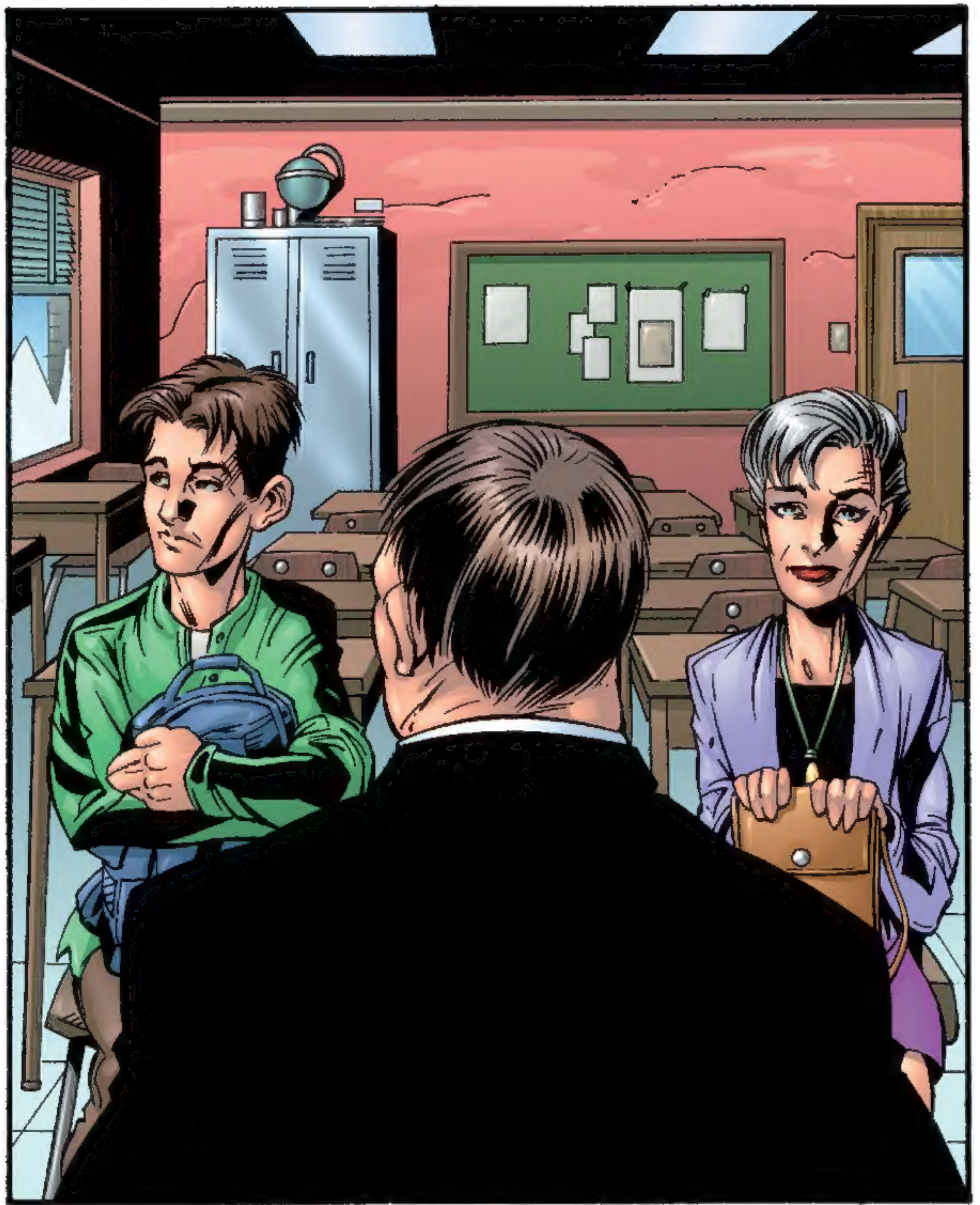
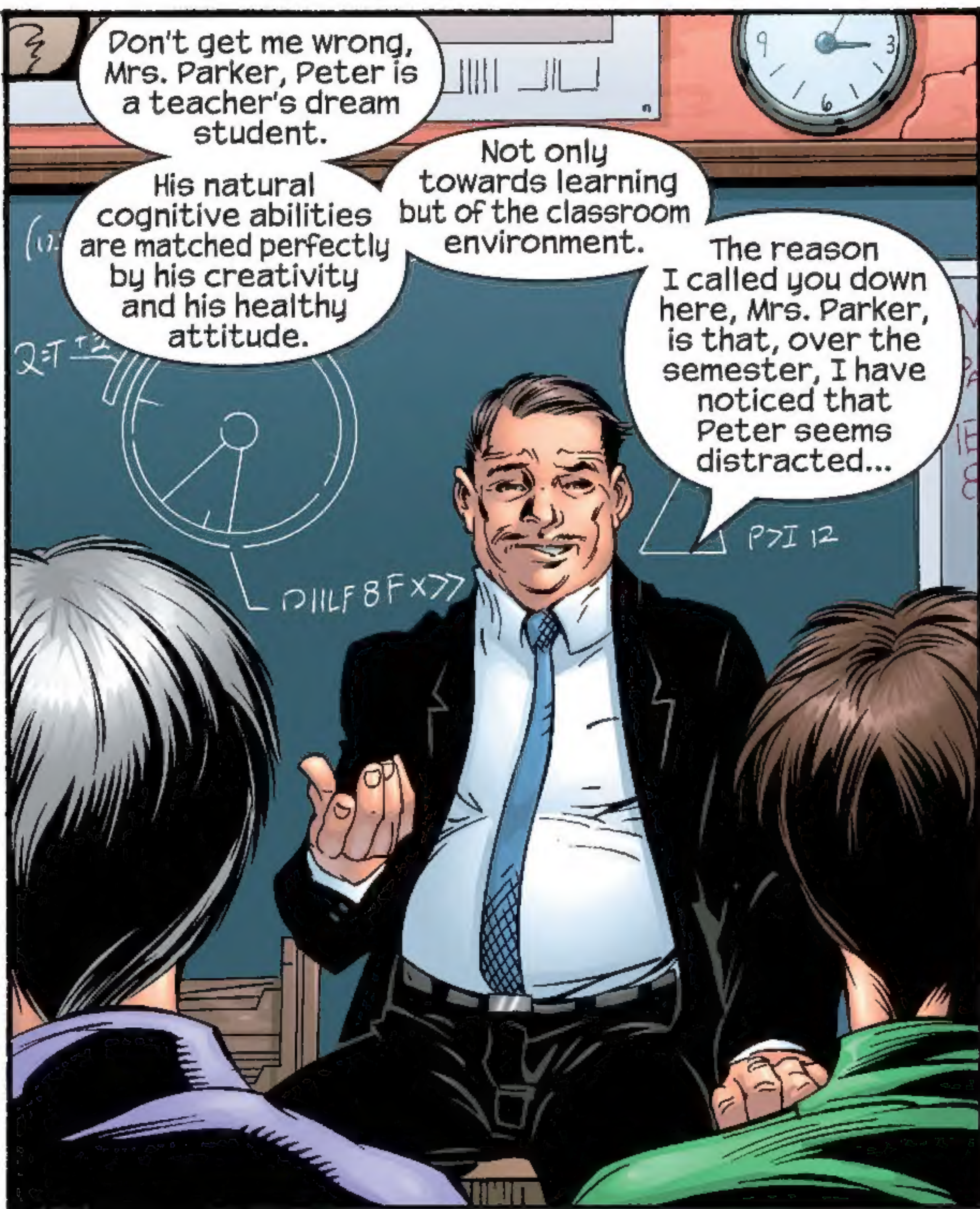
What? No! No, I gotta... uh...

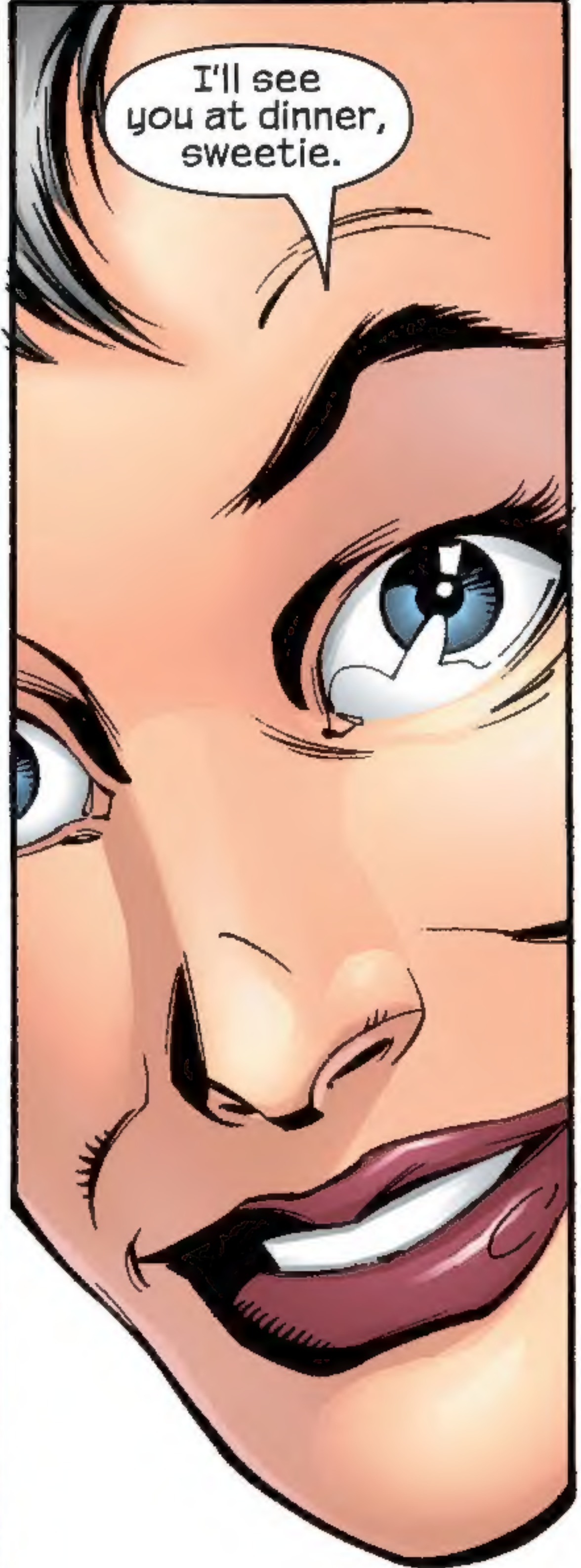
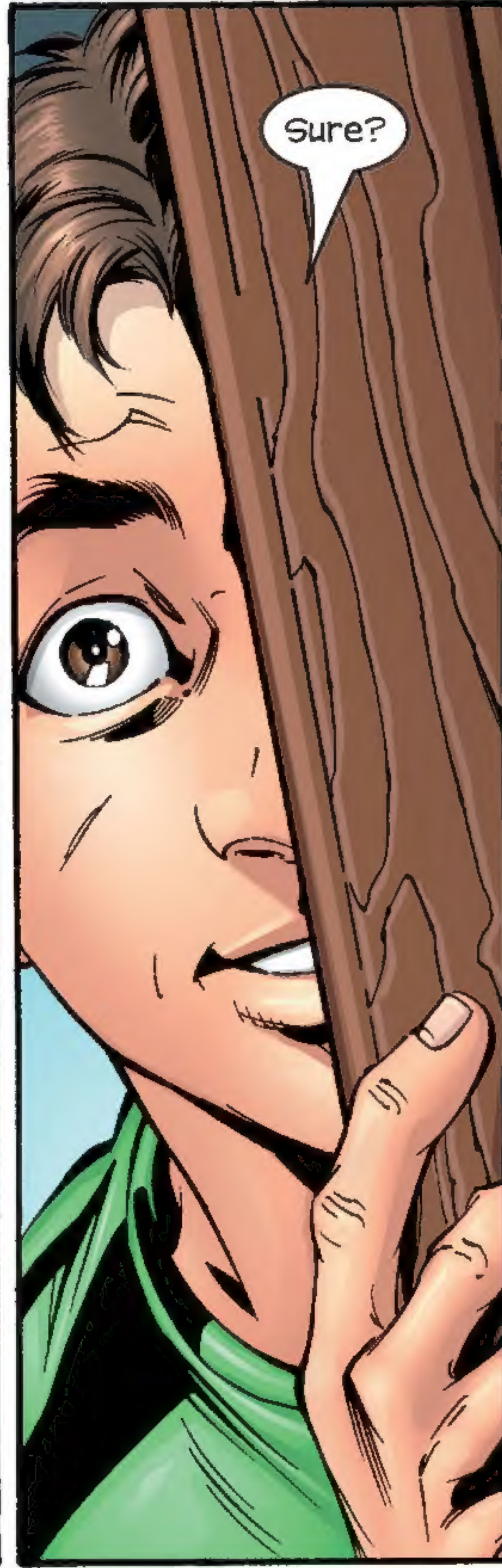


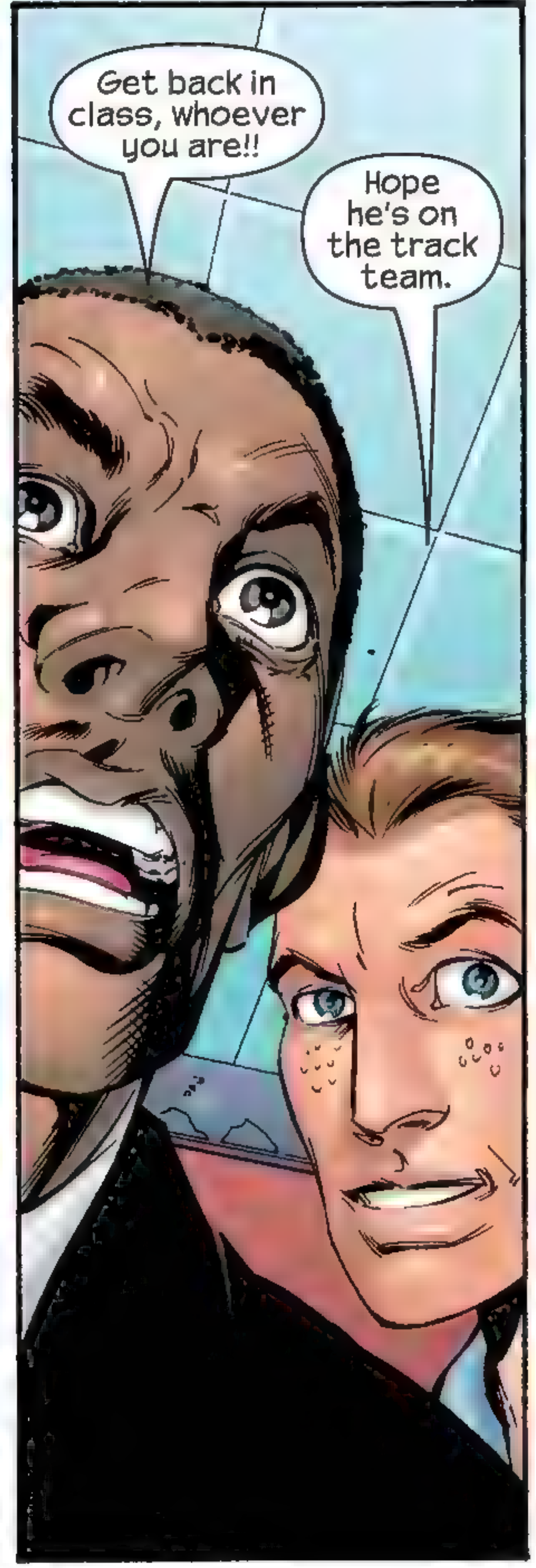
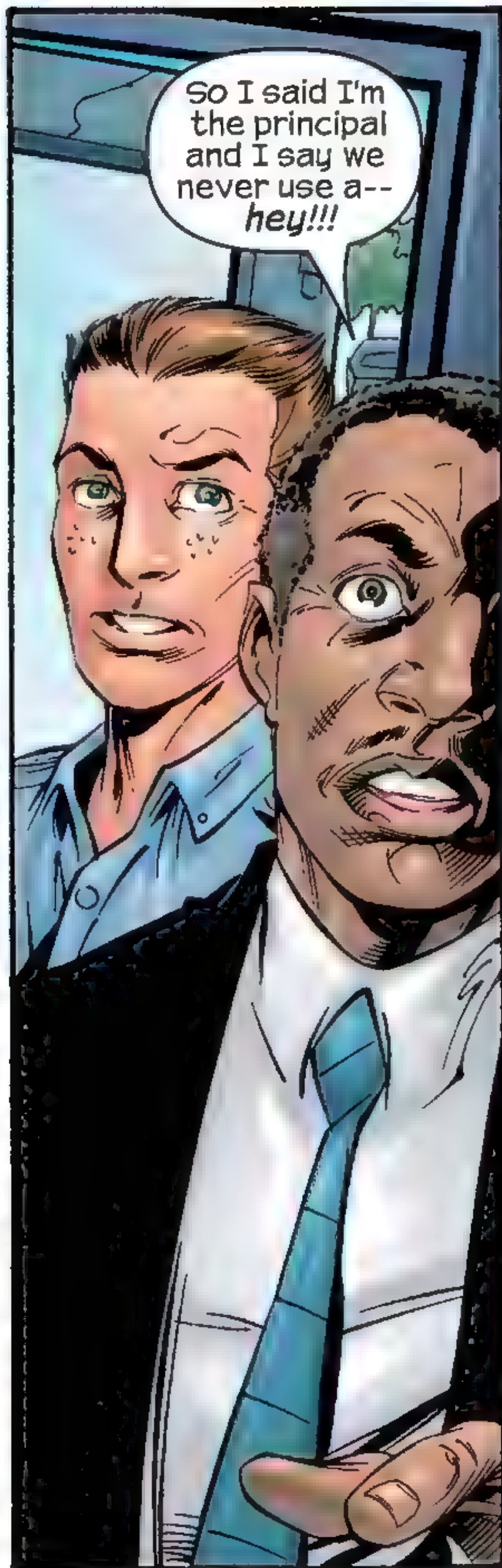
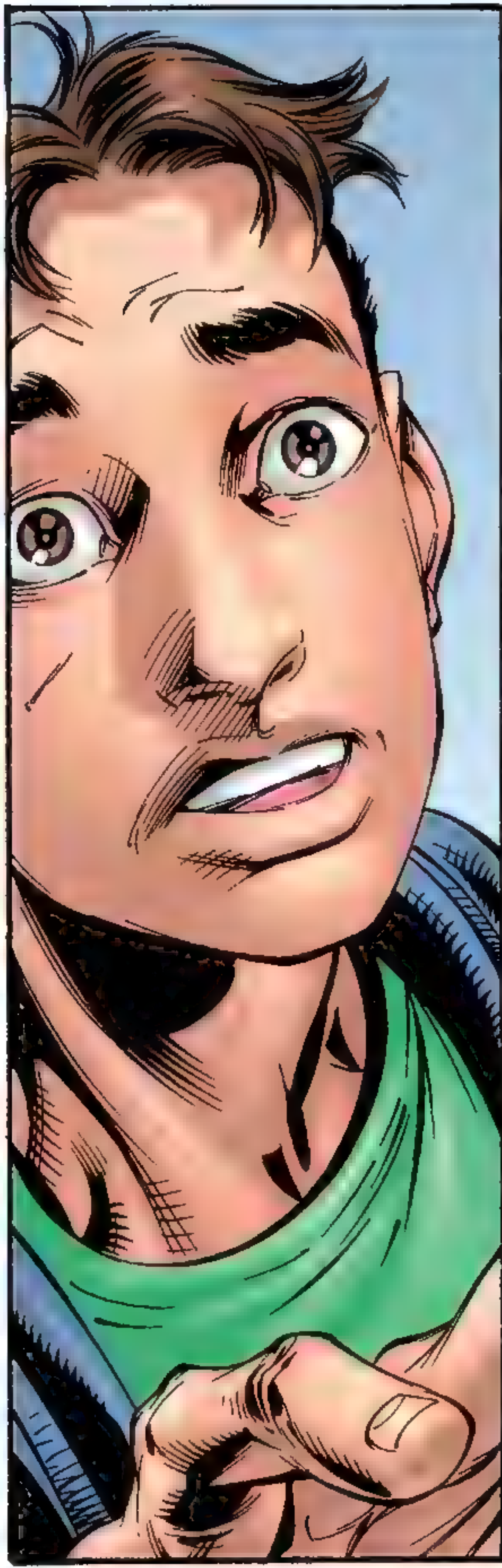
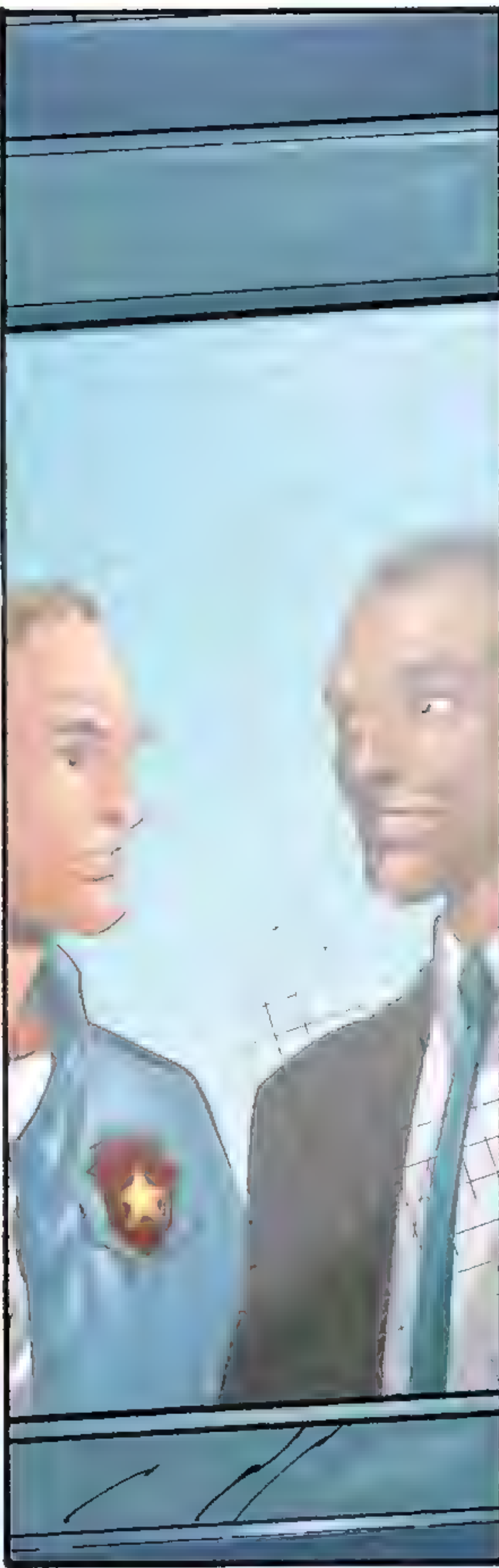
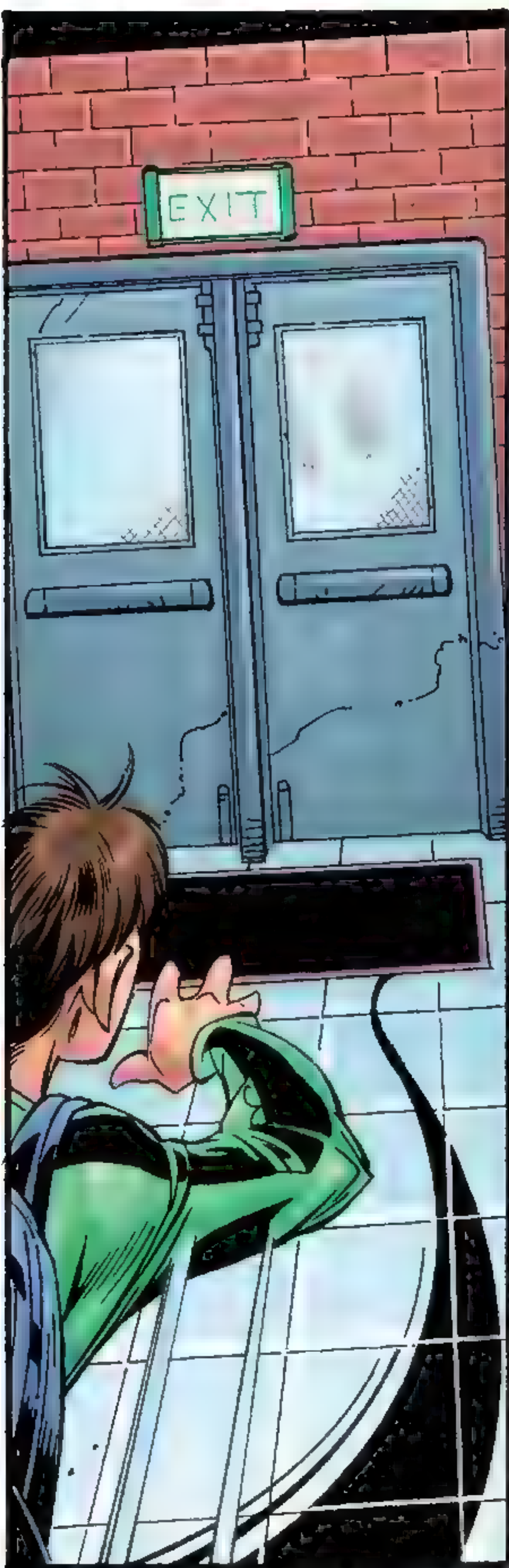
I think it would be very good for all of us to discuss this together.

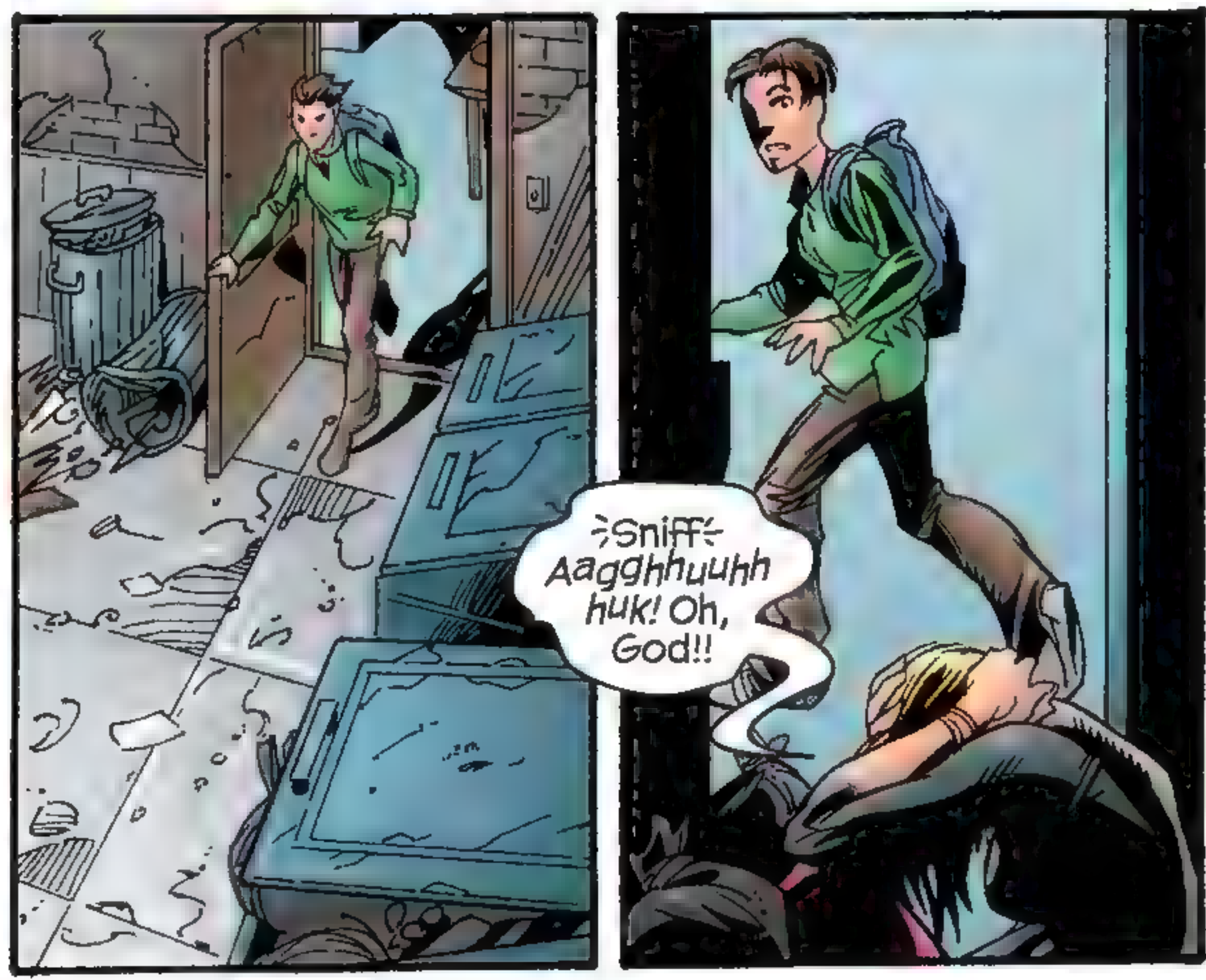
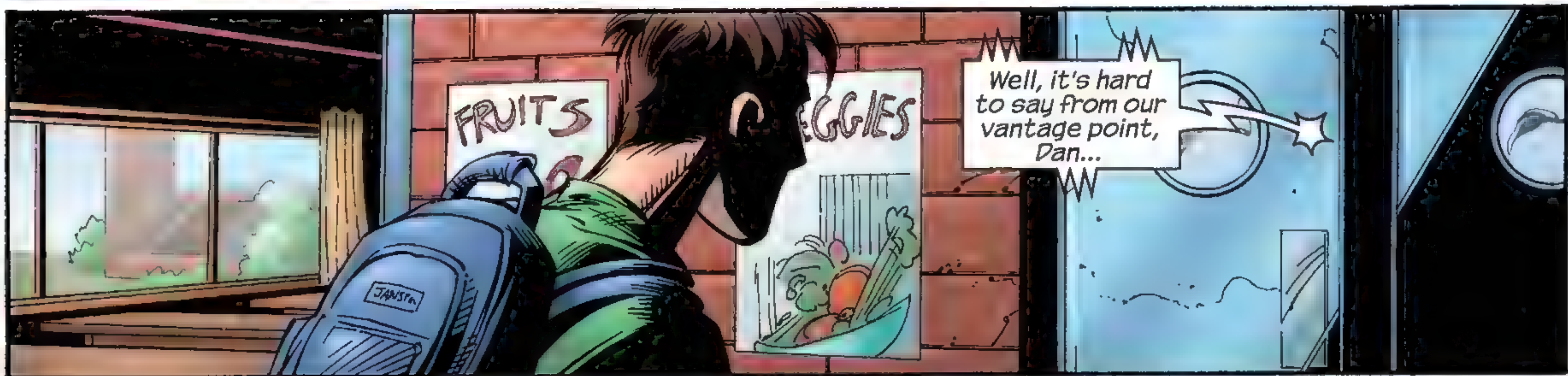
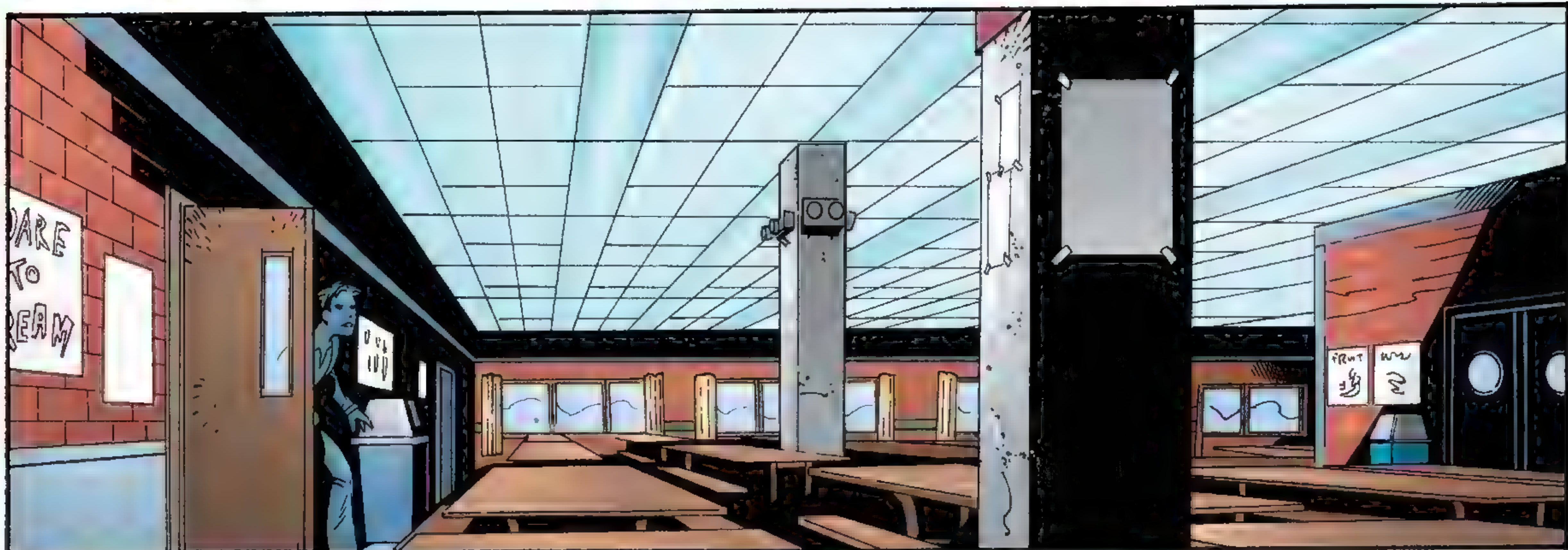
Come, Peter.

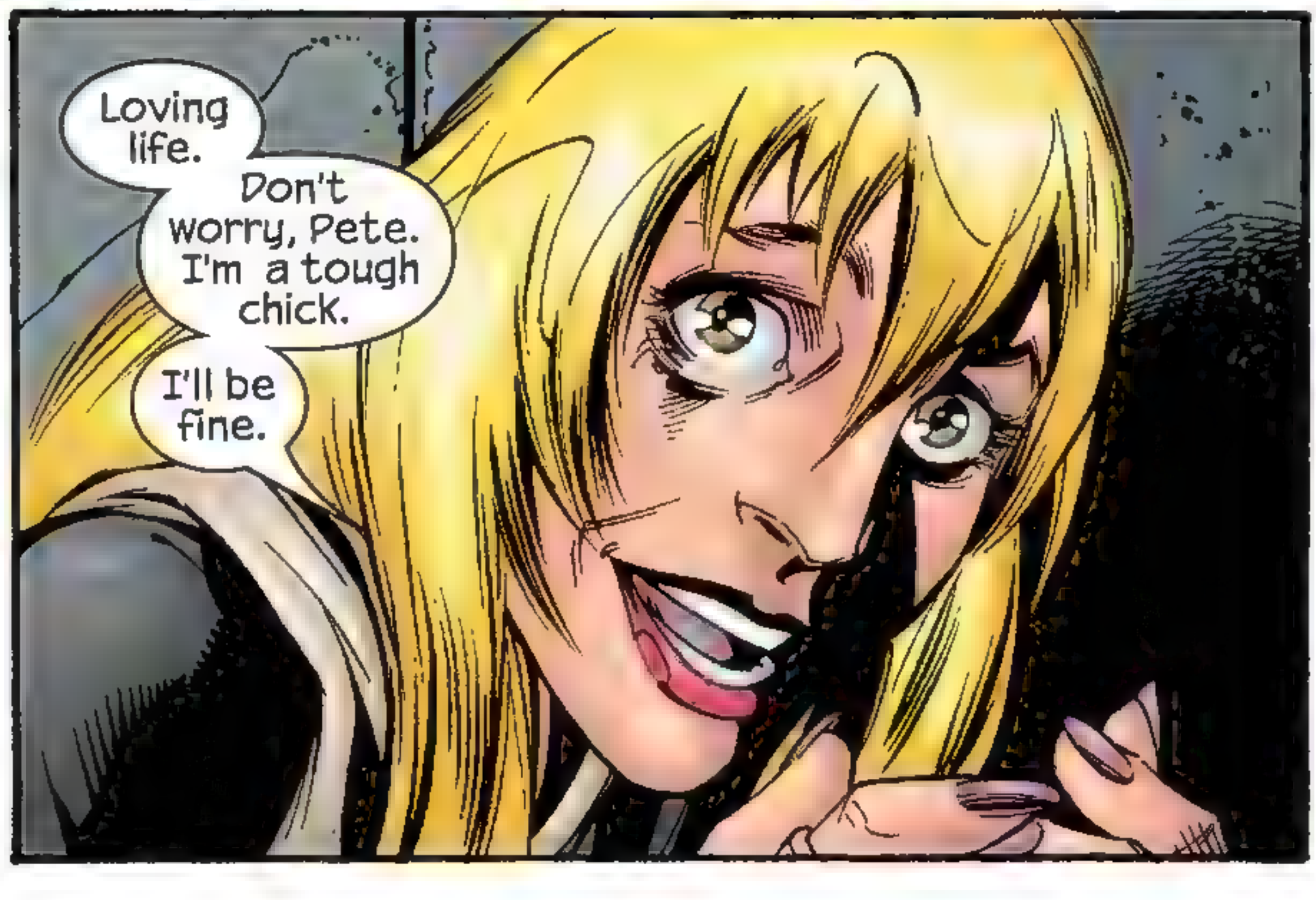
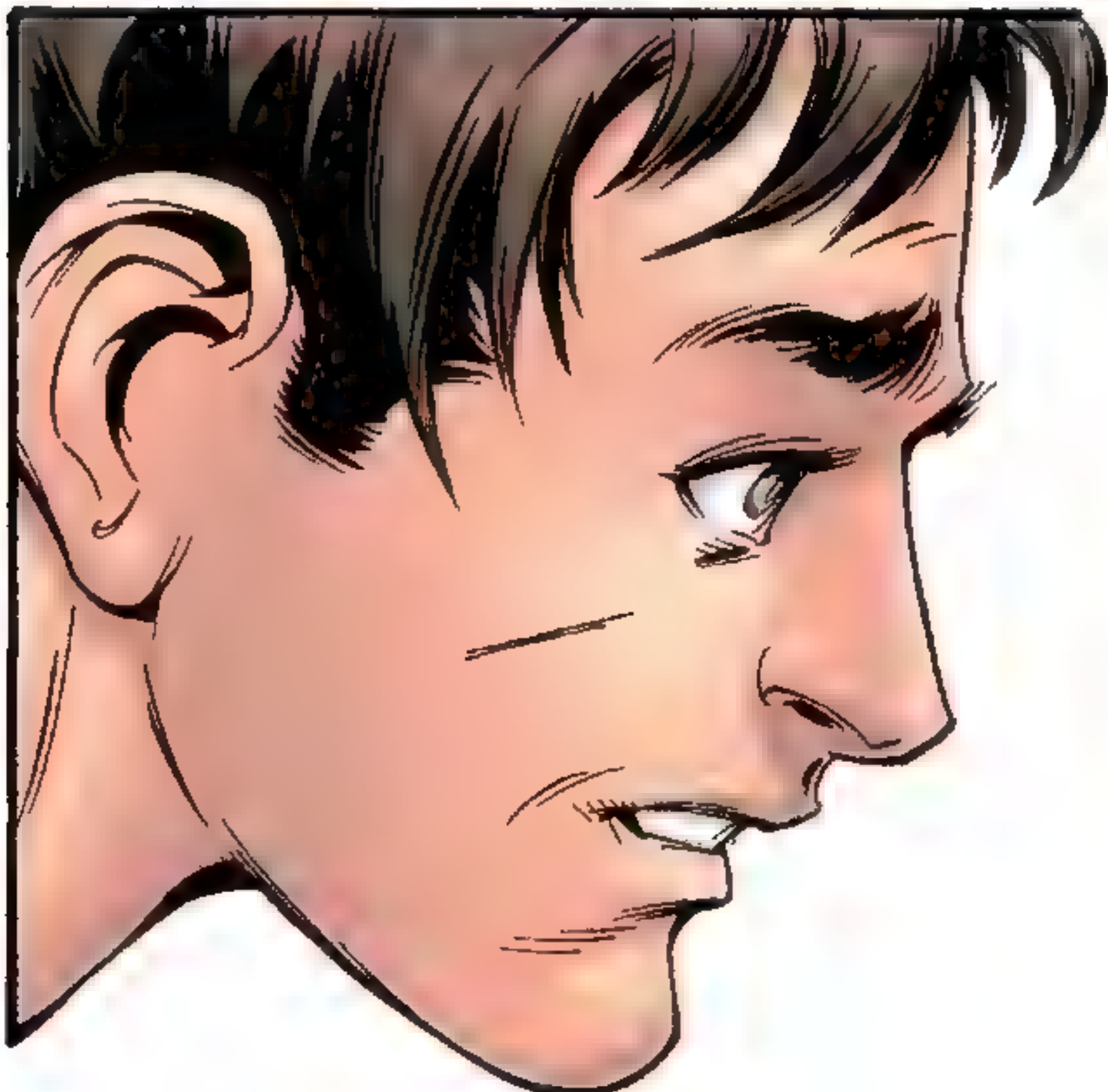
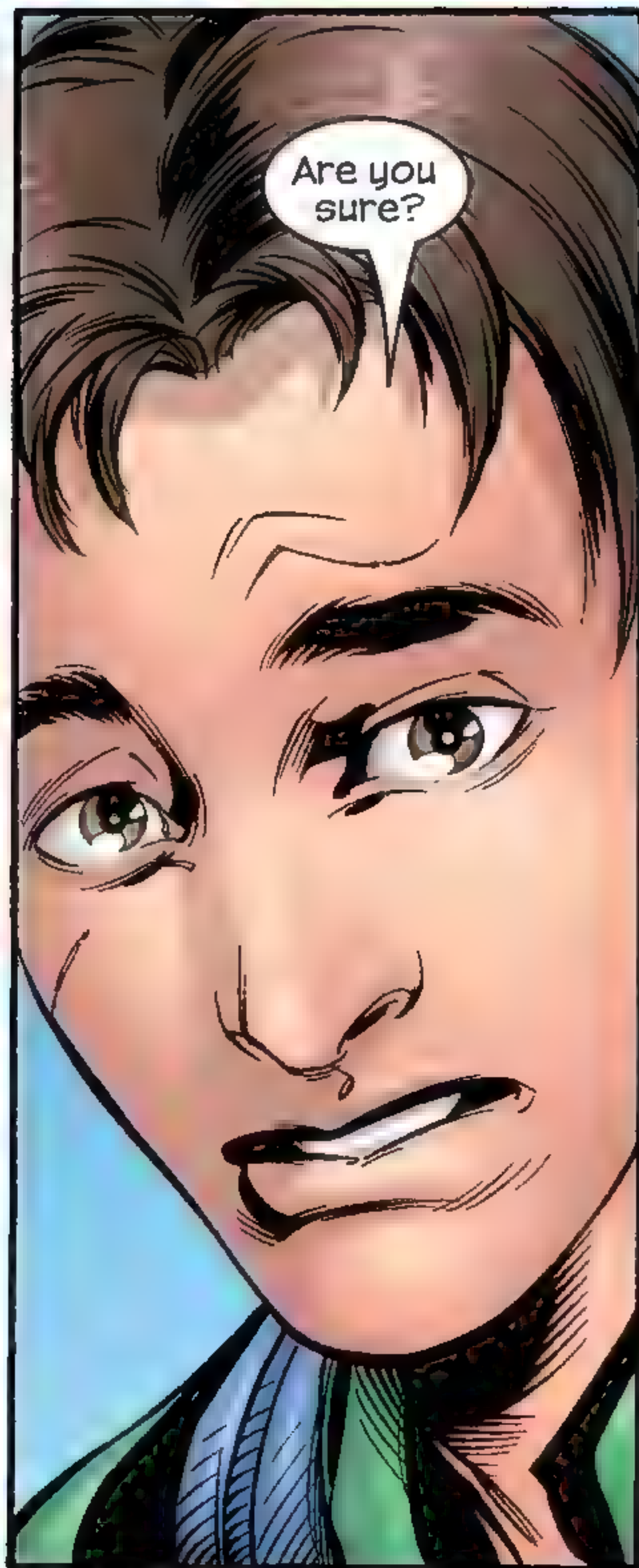
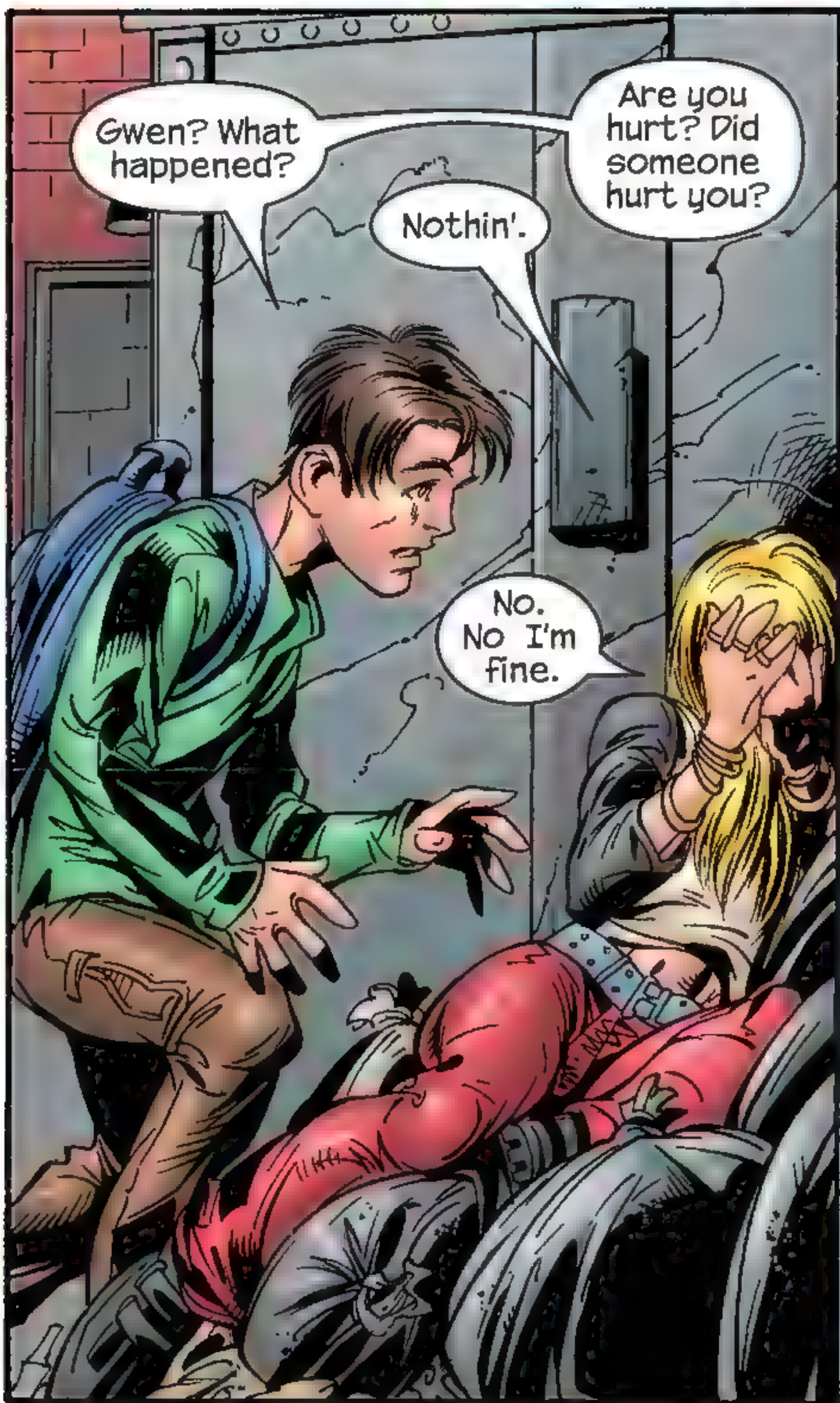
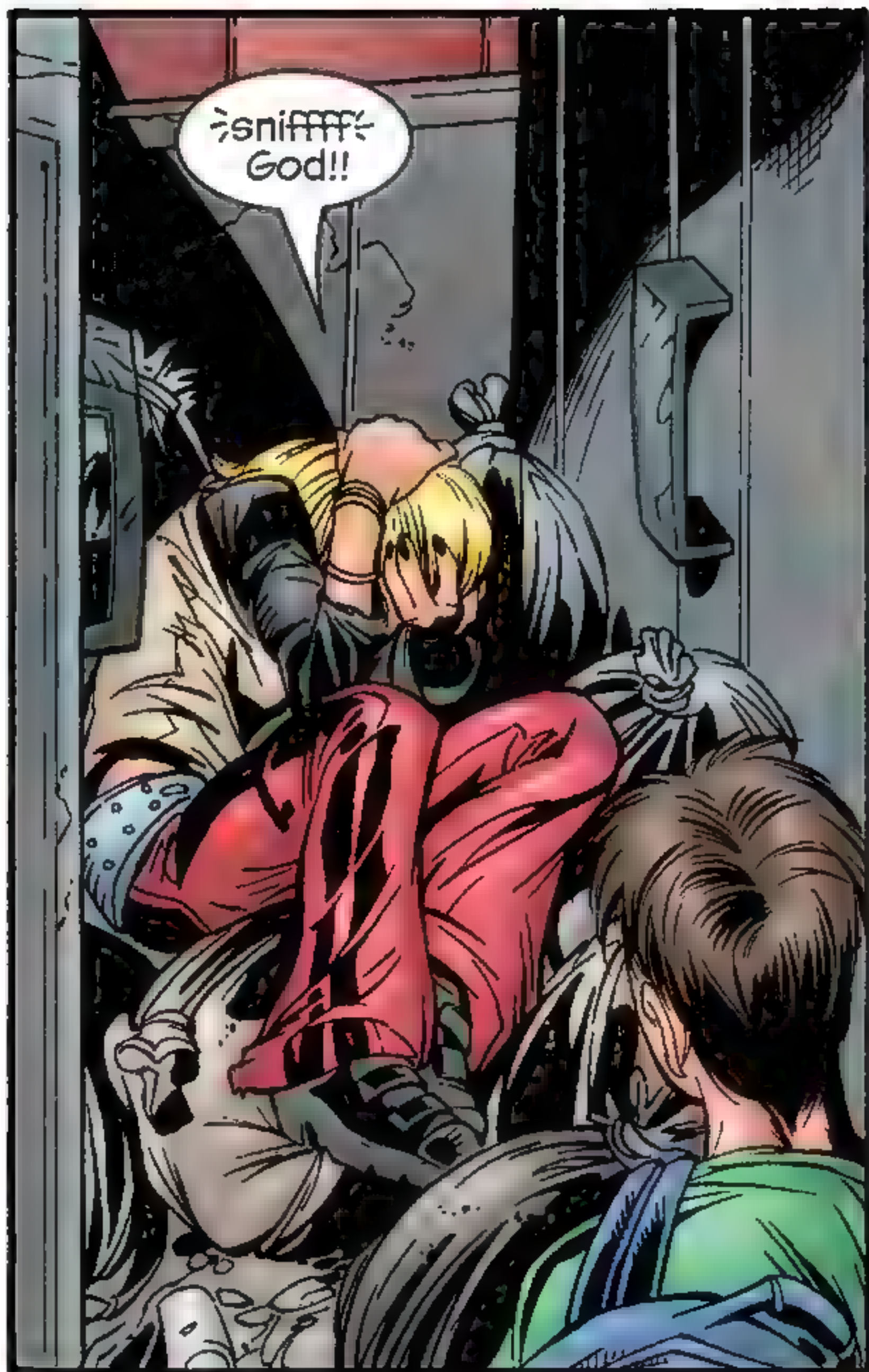


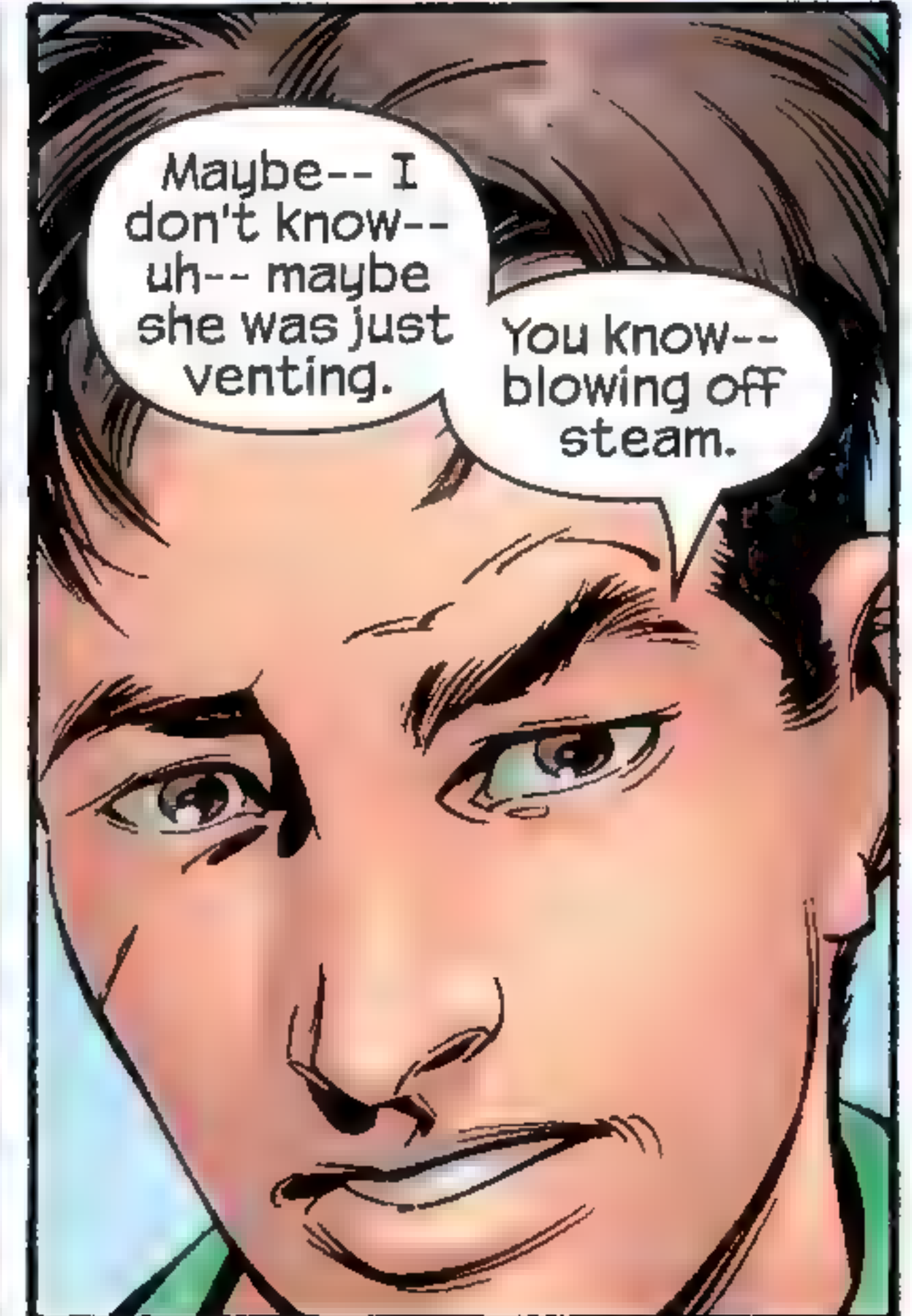
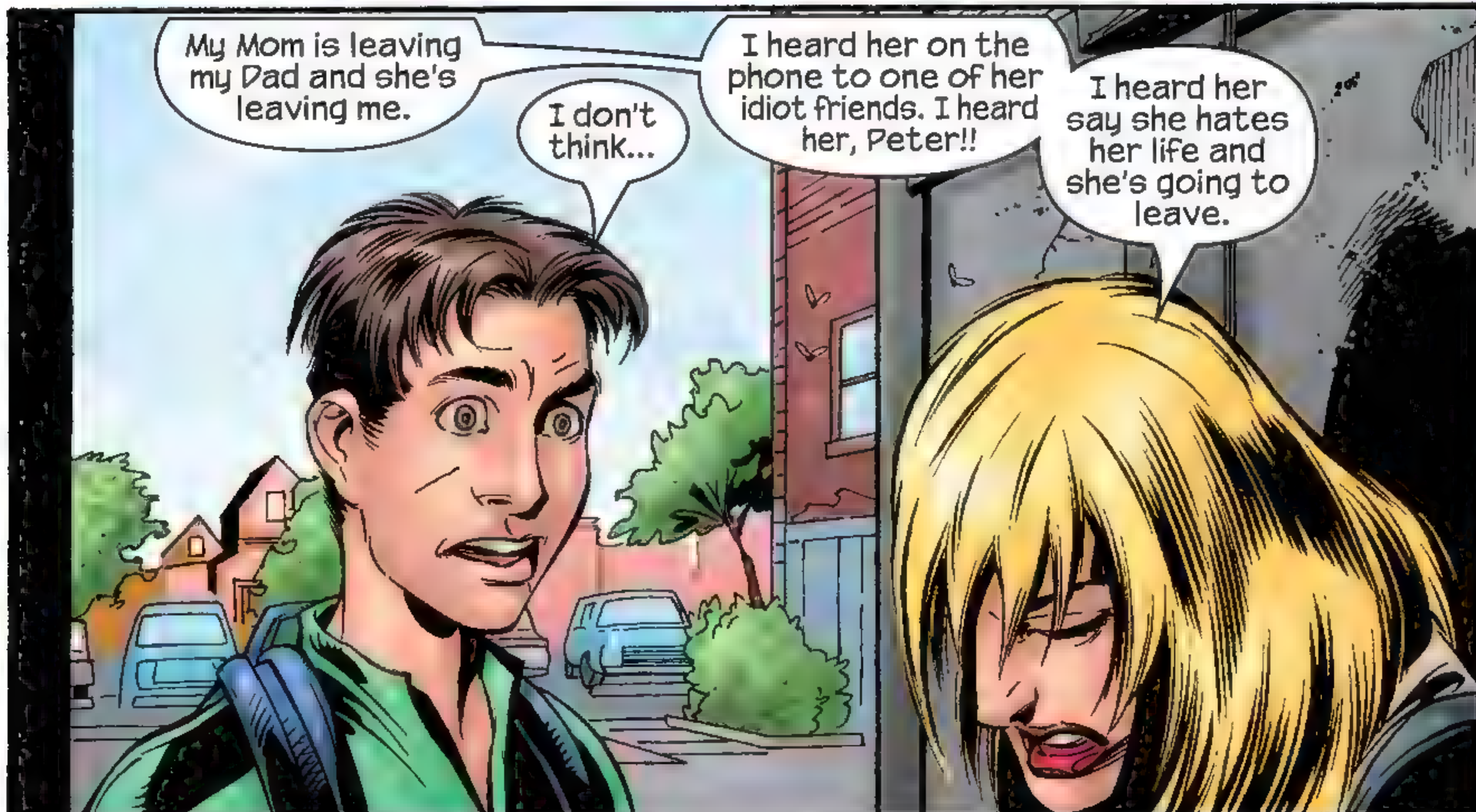
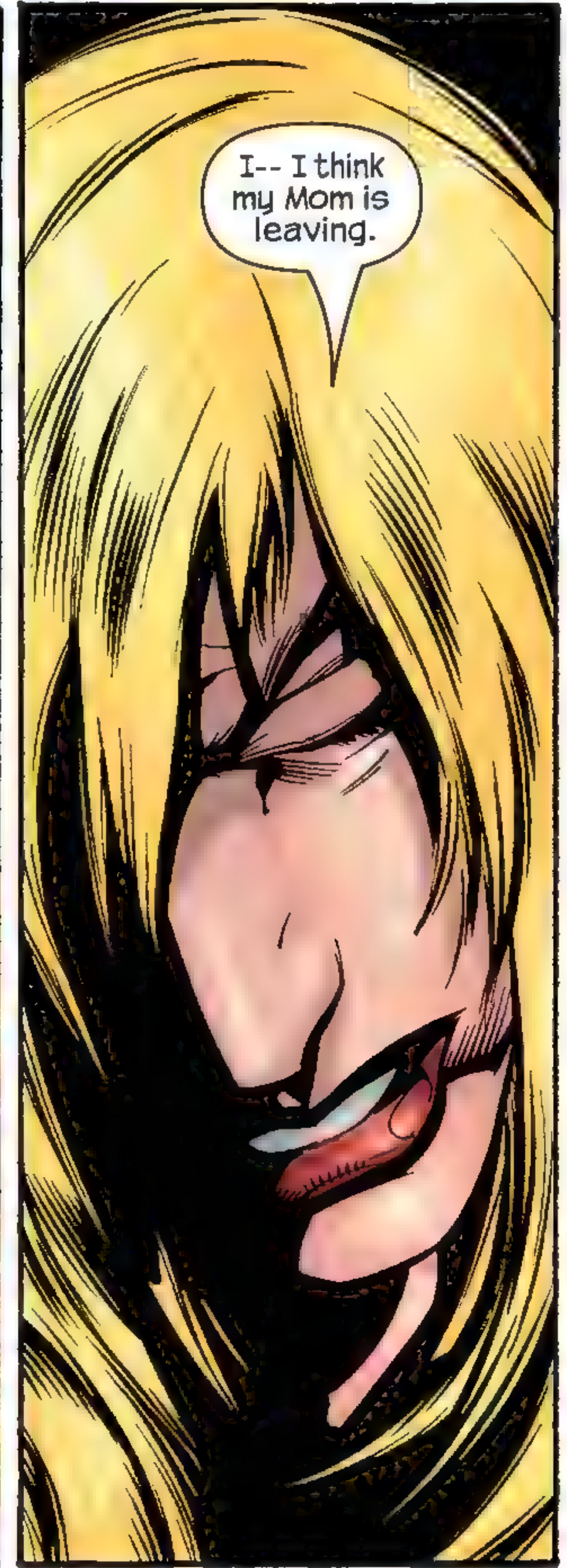


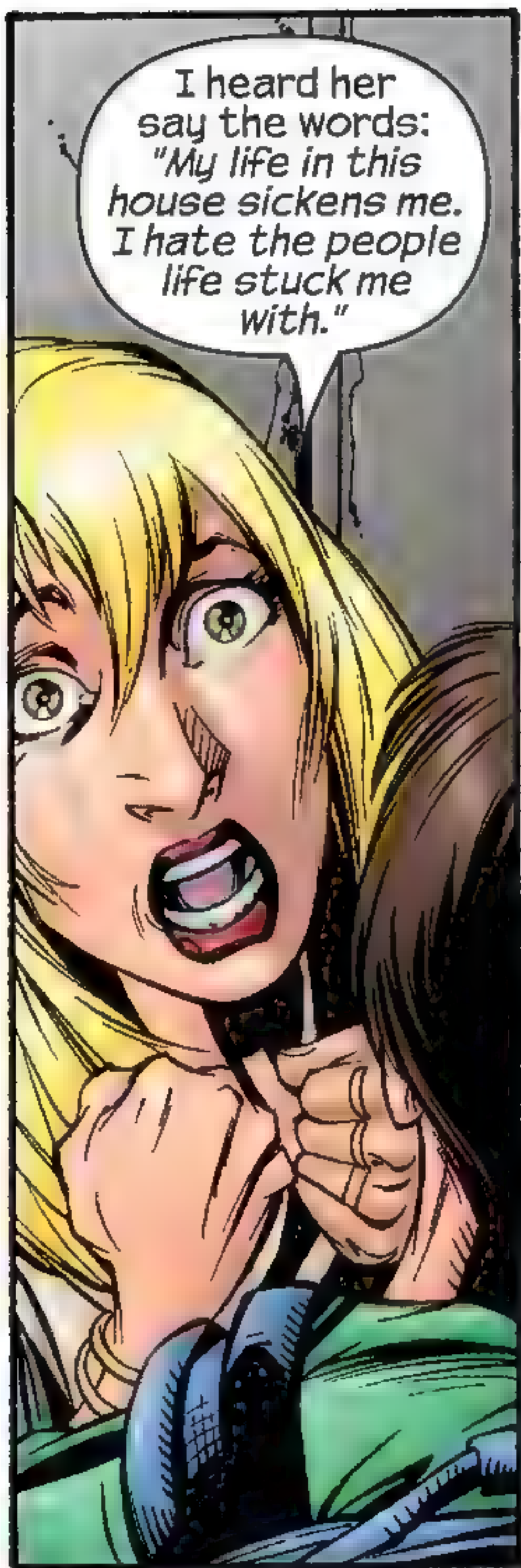




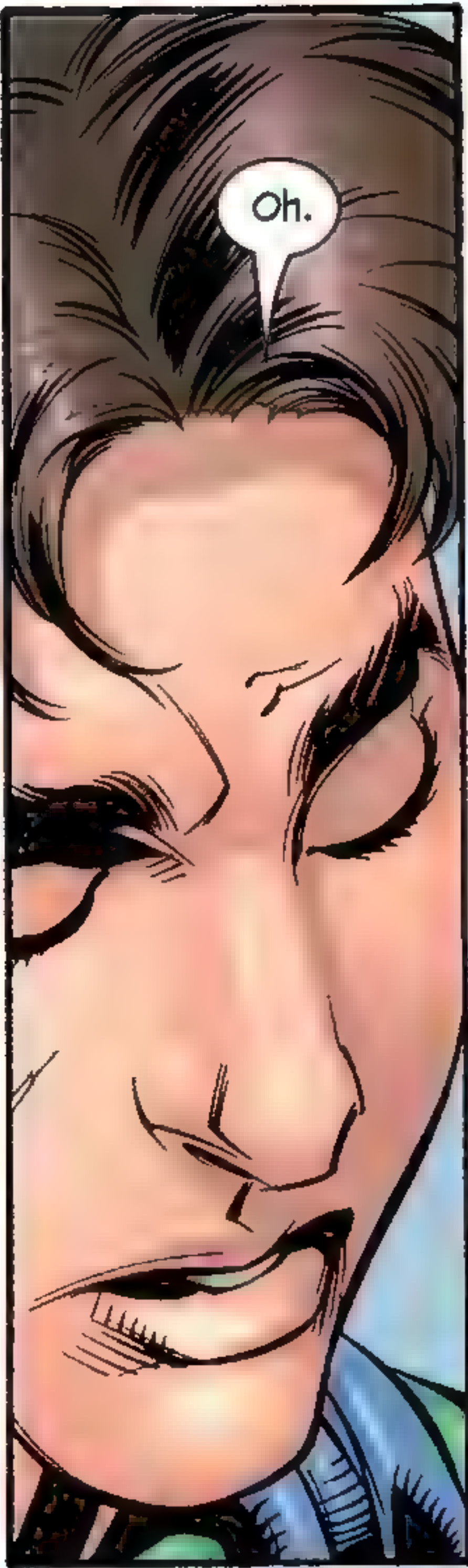




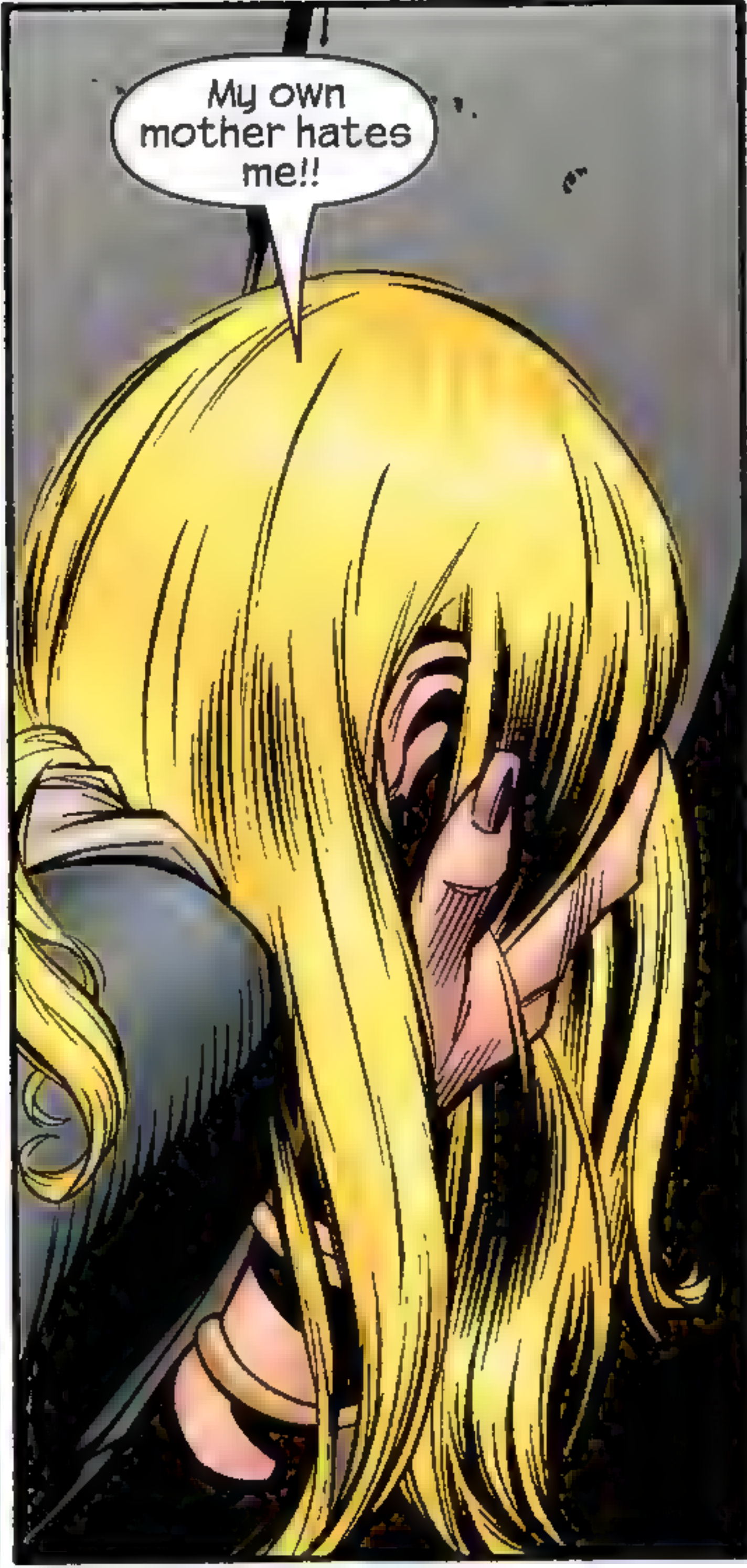




I heard her say the words: "My life in this house sickens me. I hate the people life stuck me with."



Oh.



My own mother hates me!!



Come on, Gwen. Let's-- let's get up out of the smelly garbage.

No, I'm fine right here.

Please, Gwen. Let's just--

I'm fine right here!

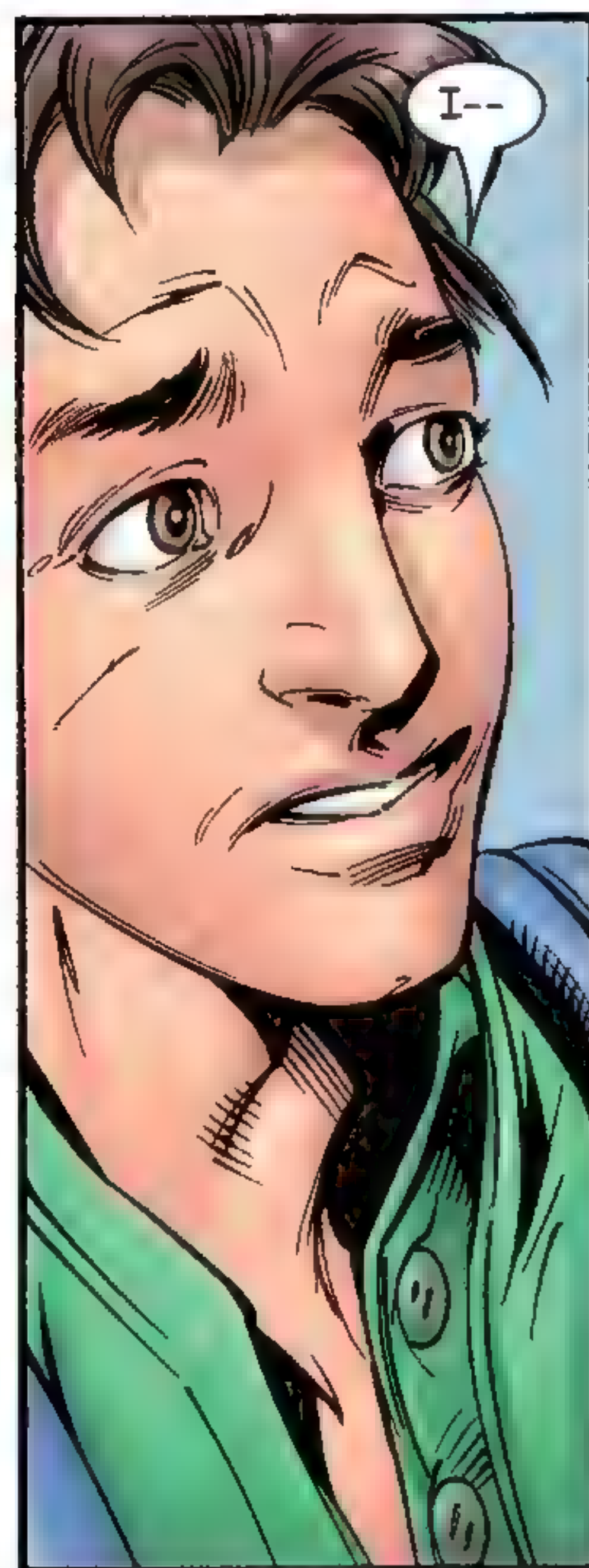


Gwen, I-- I want to talk with you-- but I-- ugh-- I have to go.

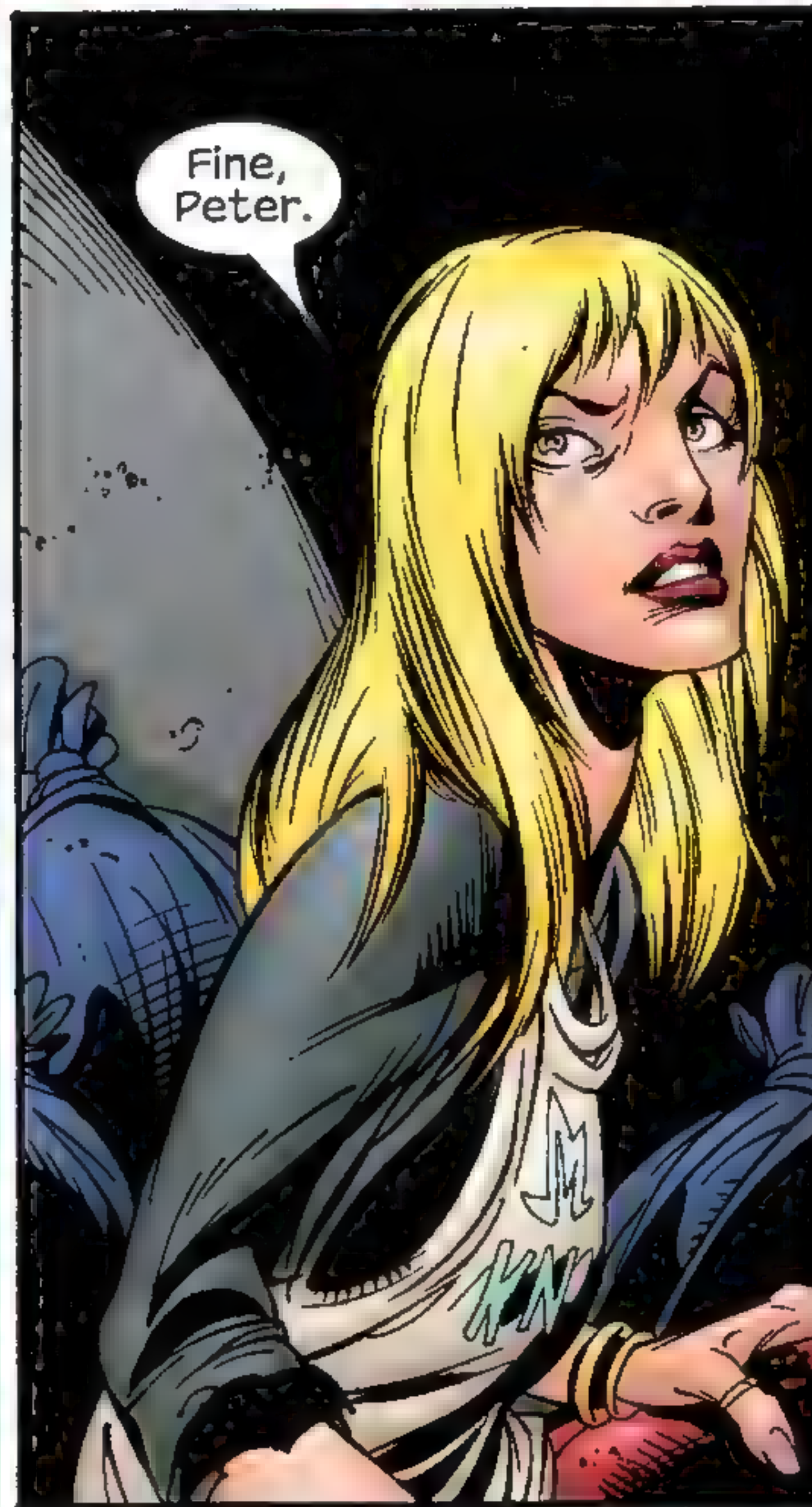
I have to do something... really important.



Fine.



I--



Fine, Peter.

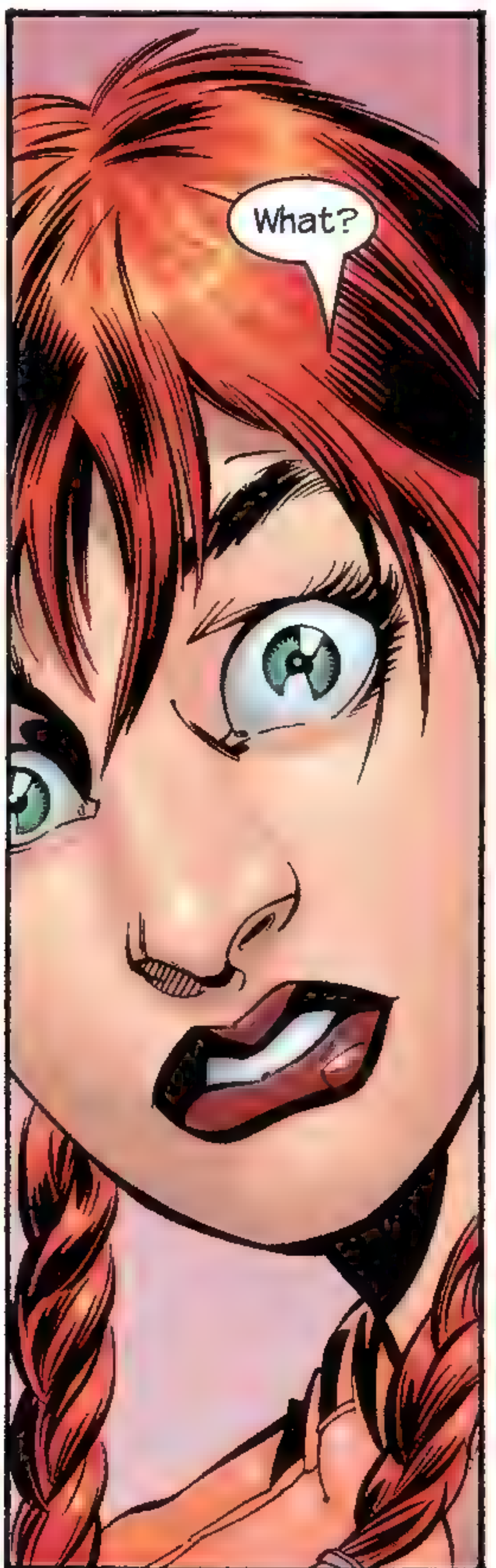


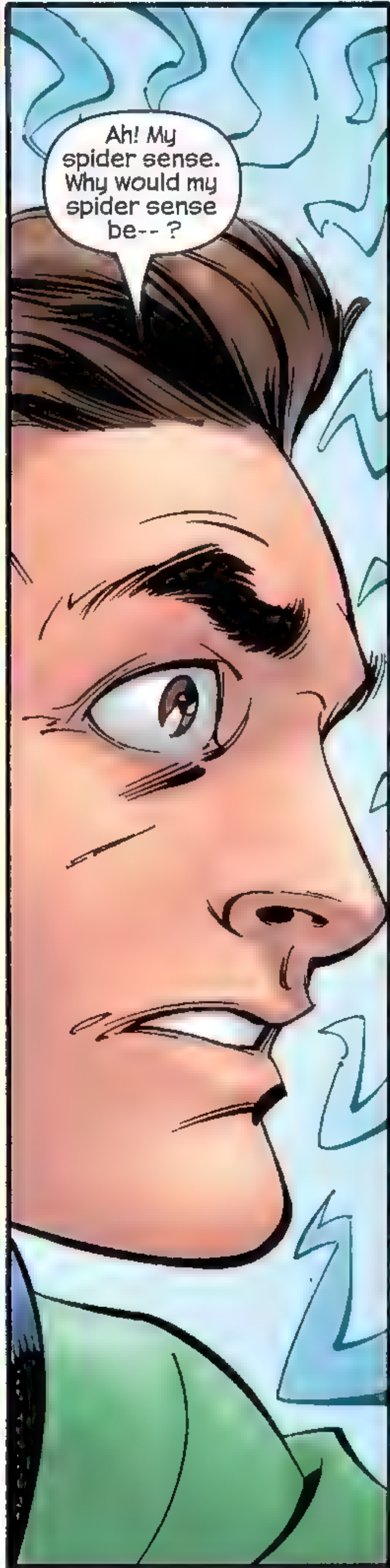
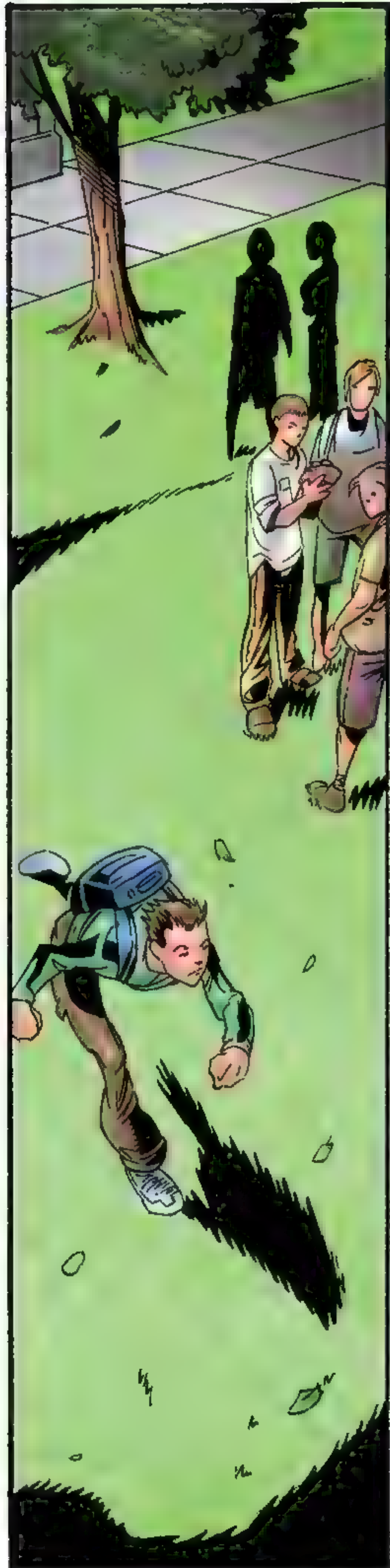
It's just that-- hey! Let's hang out after school. You want to? Just talk and--

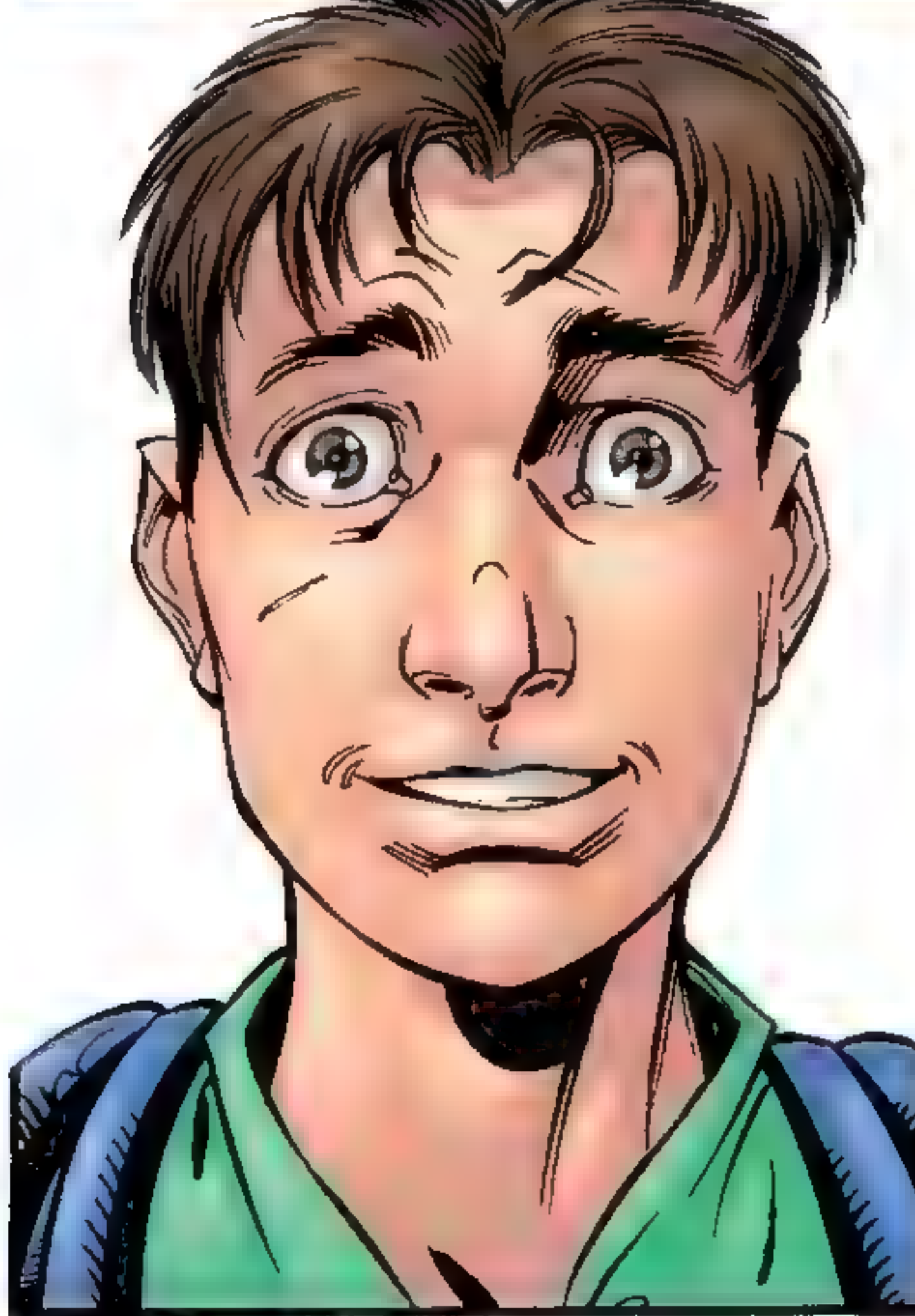
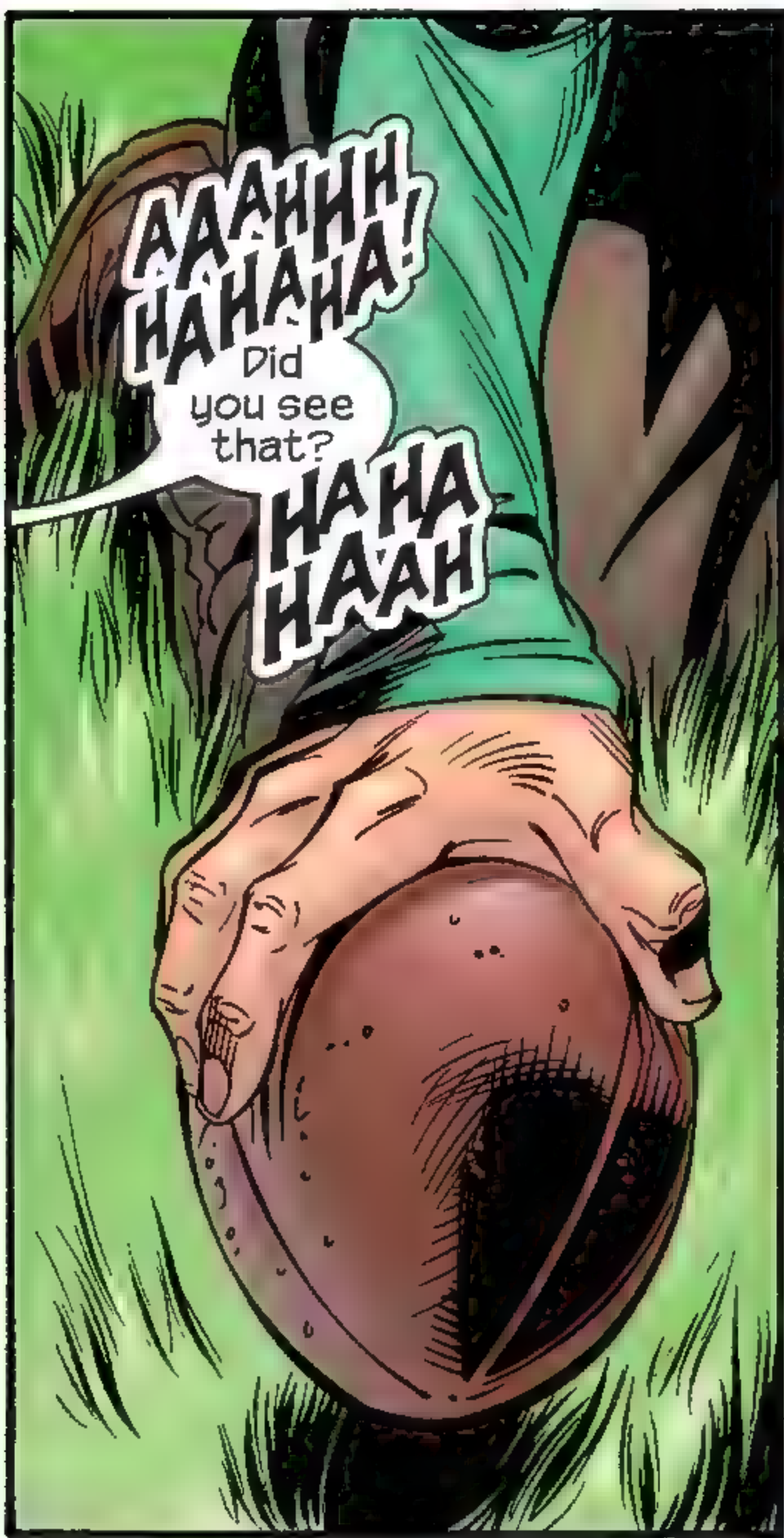
Just go-- it's okay.

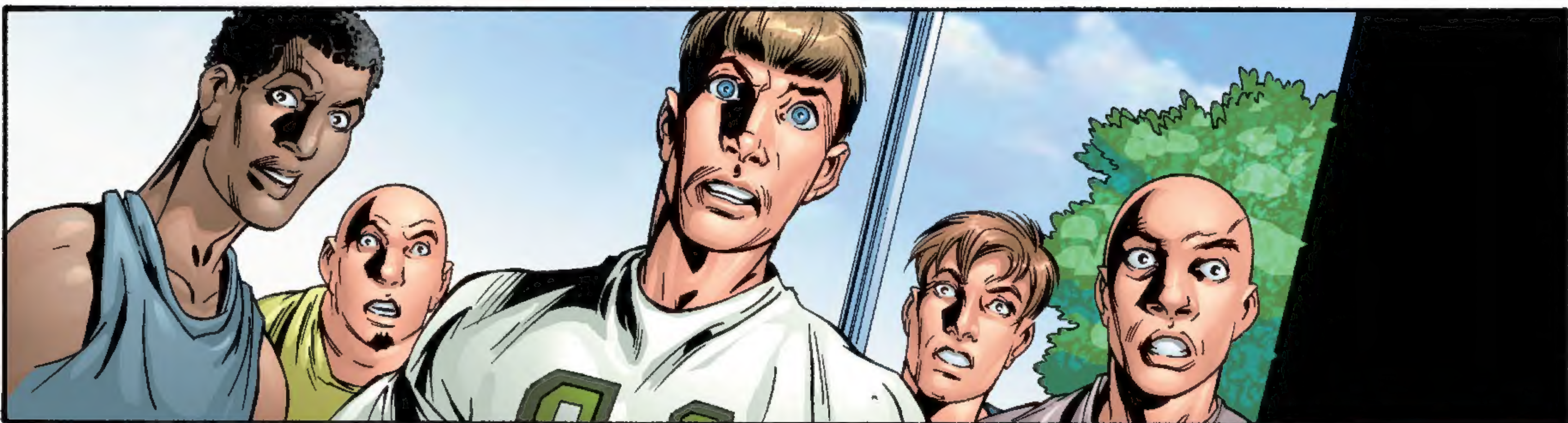
I'll find you after school.

I promise.











As you can hear, the reaction on the street is jubilation. Jubilation and gratitude for a selfless hero.

The invincible Iron Man has easily bested this mysterious monstrosity that inflicted himself on our city.

We're going to see if we can get a statement from our golden knight in shining armor.

And what are you doing?

Uh--

Where were you ten minutes ago?!

I-I-I--

I-I-I--

At least I tried.

End
Next:
IMPOSTOR



SON OF

VULTURON